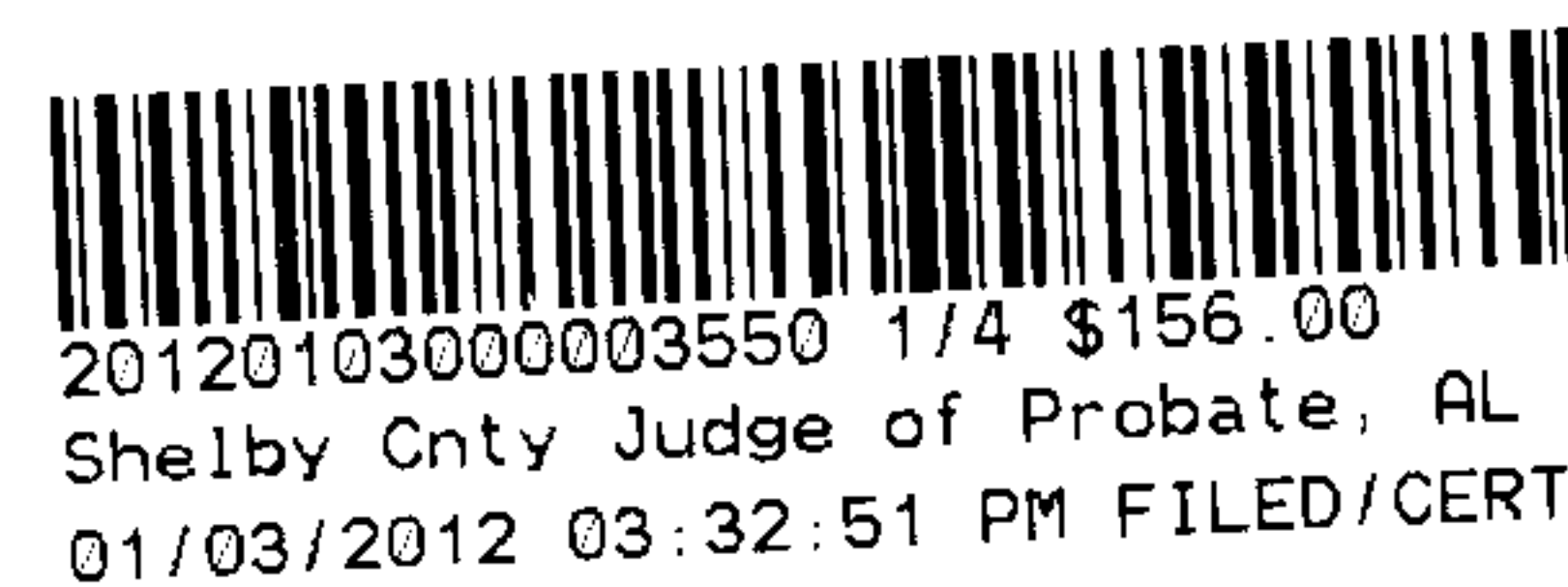


# ARTICLES OF INCORPORATION

OF

## FRIENDS OF ABA

An Alabama Nonprofit Corporation



The undersigned, desiring to form a nonprofit corporation in accordance with Alabama Nonprofit Corporation Act as set forth in Section 10-3A-1 *Code of Alabama 1975*, adopt the following Articles of Incorporation:

### I. NAME

The name of the Corporation is **FRIENDS OF ABA**, an Alabama Nonprofit Corporation.

### II. PURPOSE

The purpose for which the corporation is organized is to develop baseball skills of youth kids and the transaction of any or all lawful business for which corporations may be incorporated in the State of Alabama. The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes as the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code.

### III. DURATION

The term of existence of the Corporation is perpetual. The corporate existence will commence upon the filing of these Articles of Incorporation.

### IV. MEMBERS

The Corporation shall have no members.

### V. DIRECTORS

There shall be no less than three (3) members of the Board of Directors of the Corporation. The names and addresses of the persons who are to serve as the initial Directors until the first election thereof are as follows:

Name  
William J. Bass

Address  
4216 Plantation Circle  
Helena, Alabama 35080

Rusty Riley

1410 Applegate Drive  
Alabaster, Alabama 35007

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its Members, Directors, Officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles of Incorporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from the federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code or the corresponding section of any future federal tax code.

## VI. REGISTERED OFFICE

The street address of the Corporation's initial registered office in this State is **Alabama**. The initial registered agent at the registered office is **William J. Bass**.

## VII. PRINCIPAL OFFICE

The mailing address of the initial principal office of the Corporation is **172 Chandalar Place Drive, Pelham, Alabama 35124**.

## VIII. INCORPORATORS

The names and post office addresses of the incorporator(s) are the following:

### NAME & ADDRESS

William J. Bass

4216 Plantation Circle  
Helena, Alabama 35080

Rusty Riley

1410 Applegate Drive  
Alabaster, Alabama 35007

## IX. DISSOLUTION


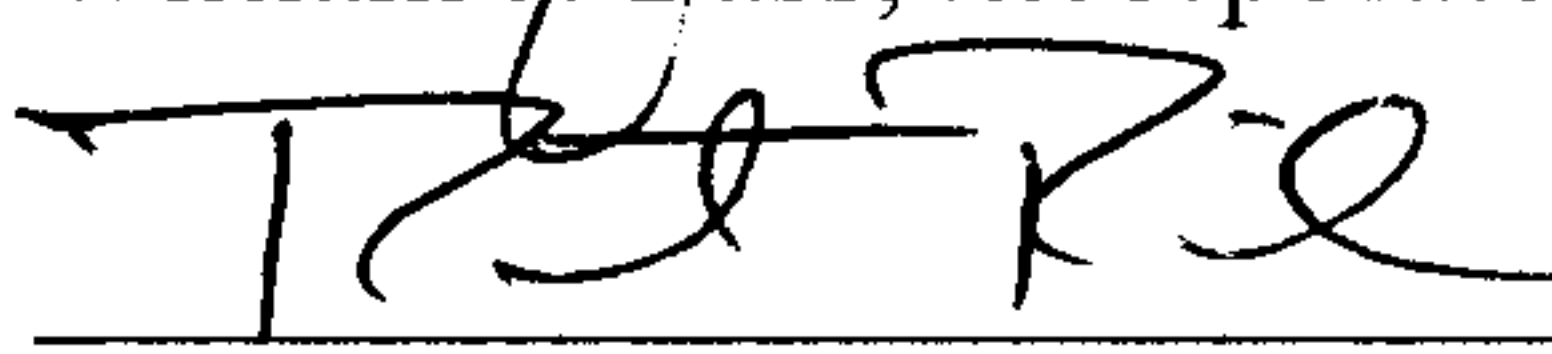
20120103000003550 3/4 \$156.00  
Shelby Cnty Judge of Probate, AL  
01/03/2012 03:32:51 PM FILED/CERT

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or any corresponding section of any future federal tax code, or shall be distributed to the federal, state or local government for use on a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine which are organized and operated exclusively for such purposes.

## X. BYLAWS AND AMENDMENTS

The Corporation shall be governed in accordance with the Bylaws of the Corporation. The Bylaws of the Corporation, and amendments thereto, and any amendments to these Articles of Incorporation shall be adopted only by unanimous consent of the Board of Directors.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 20TH day of DECEMBER, 2011.

  
\_\_\_\_\_  
William J. Bass, Incorporator  
  
\_\_\_\_\_  
Rusty Riley, Incorporator

This instrument was prepared by:  
Patrick E. Kennedy  
230 Bearden Road  
Pelham, Alabama 35124  
205-664-9399





20120103000003550 4/4 \$156.00  
Shelby Cnty Judge of Probate, AL  
01/03/2012 03:32:51 PM FILED/CERT

Beth Chapman  
Secretary of State

P. O. Box 5616  
Montgomery, AL 36103-5616

# STATE OF ALABAMA

**I, Beth Chapman, Secretary of State of Alabama, having custody of the  
Great and Principal Seal of said State, do hereby certify that**

pursuant to the provisions of Title 10A, Chapter 1, Article 5, *Code of Alabama*  
1975, and upon an examination of the entity records on file in this office, the  
following entity name is reserved as available:

**FRIENDS OF ABA**

This domestic nonprofit corporation is proposed to be formed in Alabama and is  
for the exclusive use of WILLIAM BASS, 172 CHANDALAR PLACE DRIVE,  
PELHAM, AL 35124 for a period of one hundred twenty days beginning  
December 15, 2011 and expiring April 13, 2012.



**In Testimony Whereof, I have hereunto set my  
hand and affixed the Great Seal of the State, at the  
Capitol, in the city of Montgomery, on this day.**

December 15, 2011

Date

*Beth Chapman*

593-129

Beth Chapman

Secretary of State