

MICHIGAN DEPARTMENT OF LABOR & ECONOMIC GROWTH  
BUREAU OF COMMERCIAL SERVICES

Date Received

(FOR BUREAU USE ONLY)

**FILED**

This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

APR 01 2009

Tran Info: 1 14039570-1 03/27/09  
Chk#: 3119 Amt: \$20.00  
ID: RICK TROY

Name: Rick R. Troy  
Address: 935 Spartan Court  
City: Rochester Hills State: MI Zip Code: 48309

Administrator  
BUREAU OF COMMERCIAL SERVICES

Document will be returned to the name and address you enter above. If left blank document will be mailed to the registered office.

EFFECTIVE DATE:

**70477Q**

**ARTICLES OF INCORPORATION**  
For use by Domestic Nonprofit Corporations  
(Please read information and instructions on the last page)

Pursuant to the provisions of Act 162, Public Acts of 1982, the undersigned corporation executes the following Articles:

**ARTICLE I**

The name of the corporation is:  
Oakland Cobras Fastpitch Softball Association

**ARTICLE II**

The purpose or purposes for which the corporation is organized are:  
This corporation is organized as an amateur softball club exclusively for charitable and educational purposes and to foster, conduct and develop amateur athletes for amateur athletic competition within the meaning of Section 501(c)(3) of the Internal Revenue Service of 1986 (as amended) including for such purposes the making of distributions to organizations which are recognized as exempt from tax under Section 501(c)(3)

**ARTICLE III**

1. The corporation is organized upon a Nonstock basis.  
(Stock or Nonstock)

2. If organized on a stock basis, the total number of shares which the corporation has authority to issue is N/A. If the shares are, or are to be, divided into classes, the designation of each class, the number of shares in each class, and the relative rights, preferences and limitations of the shares of each class are as follows:

RK

No. \_\_\_\_\_

**Certificate of Persons Conducting Business Under Assumed Name** (Act No. 151, P.A. 1949)

STATE OF MICHIGAN }  
COUNTY OF OAKLAND } ss.

I (We or I), the undersigned, whose name I (We or I) signed in full below, do hereby certify, in pursuance with Act No. 151, P.A. 1949, as amended, for the state of Michigan that I (We or I), the undersigned now own (or) intend to own, conduct and transact business at 935 SPARTAN COURT

Rochester Hills County of Oakland, Michigan, Zip 48309 under the assumed name, designation and style of Oakland Cobras

with Description of Business amateur fastpitch softball club

And I (We or I) do further certify that the true and real full names of all the persons who now own (or) who intend to own, conduct and transact the same, together with the residence addresses of each of the said persons, are as follows, viz:

NAME	RESIDENCE ADDRESS	CITY OR VILLAGE	ZIP
<u>Rick R. Troy</u>	<u>935 SPARTAN CT</u>	<u>Rochester Hills</u>	<u>48309</u>

In Witness Whereof, we have this 25<sup>th</sup> day of March, A.D. 2009, made and signed this certificate.

THIS CERTIFICATE EXPIRES \_\_\_\_\_

**SIGNATURES OF PERSONS CONDUCTING BUSINESS UNDER ASSUMED NAME**

  
\_\_\_\_\_

STATE OF MICHIGAN }  
COUNTY OF OAKLAND } ss.

On this 25 day of MARCH 2009, before me, a Notary Public, personally appeared the above named person or persons, whose signatures appear above,

and who executed the foregoing instrument, and he acknowledged to me that he executed the same, and that they are all of the persons owning, conducting and transacting or who intend to own, conduct and transact the business under the above name, style and designation.

Pattara A. Mamick  
Notary Public, MACOMB County, Michigan  
My commission expires 2/10/11

STATE OF MICHIGAN }  
COUNTY OF OAKLAND } ss.

Clerk of the County aforesaid and Clerk for the Circuit Court for said County, do hereby certify that I have compared the within copy of Certificate setting forth the full names of the persons owning, conducting or transacting business under the name inscribed above together with the certificate of filing endorsed thereon, with the original Certificate heretofore filed and now remaining in my office, and that it is a true and correct copy thereof, and of the whole or such original Certificate of said certificate of filing.

In Testimony, Whereof, I have hereunto set my hand and affixed the seal of the Circuit Court of said County of Oakland, at Pontiac, this \_\_\_\_\_ day of \_\_\_\_\_, A.D. \_\_\_\_\_

RUTH JOHNSON, County Clerk-Register of Deeds

By: \_\_\_\_\_

Name of person or organization  
remitting fees:

Rick R. Troy

Preparer's name and business  
telephone number:

Rick R. Troy

(586) 321 4565

**INFORMATION AND INSTRUCTIONS**

1. This form may be used to draft your Articles of Incorporation. A document required or permitted to be filed under the act cannot be filed unless it contains the minimum information required by the act. The format provided contains only the minimal information required to make the document fileable and may not meet your needs. This is a legal document and agency staff cannot provide legal advice.
2. Submit one original of this document. Upon filing, the document will be added to the records of the Bureau of Commercial Services. The original will be returned to your registered office address, unless you enter a different address in the box on the front of this document.  
  
Since this document will be maintained on electronic format, it is important that the filing be legible. Documents with poor black and white contrast, or otherwise illegible, will be rejected.
3. This document is to be used pursuant to the provisions of Act 162, P.A. of 1982, by one or more persons for the purpose of forming a domestic nonprofit corporation.
4. Article II - The purpose for which the corporation is organized must be included. It is not sufficient to state that the corporation may engage in any activity within the purposes for which corporations may be organized under the Act.
5. Article III - The corporation must be organized on a stock or nonstock basis. Complete Article III(2) or III(3) as appropriate, but not both. Real property assets are items such as land and buildings. Personal property assets are items such as cash, equipment, fixtures, etc. The dollar value and description must be included. If there is no real and/or personal property, write in "none".
6. A domestic nonprofit corporation may be formed on either a membership or directorship basis. A membership corporation entitles the members to vote in determining corporate action. If organized on a directorship basis the corporation may have members but they may not vote and corporate action is determined by the Board of Directors.
7. Article IV - A post office box may not be designated as the address of the registered office. If the address includes a suite number, add the name of the business at the suite number to ensure proper mail delivery.
8. Article V - The Act requires one or more incorporators. Educational corporations are required to have at least three (3) incorporators. The address(es) should include a street number and name (or other designation), city and state.
9. This document is effective on the date endorsed "filed" by the Bureau. A later effective date, no more than 90 days after the date of delivery, may be stated as an additional article.
10. The Articles must be signed in ink by each incorporator listed in Article V. However, if there are 3 or more incorporators, they may, by resolution adopted at the organizational meeting by a written instrument, designate one of them to sign the Articles of Incorporation on behalf of all of them. In such event, these Articles of Incorporation must be accompanied by a copy of the resolution duly certified by the acting secretary at the organizational meeting and a statement must be placed in the articles incorporating that resolution into them.
11. **FEES:** Make remittance payable to the State of Michigan. Include corporation name on check or money order.

FILING AND FRANCHISE FEE ..... \$20.00

To submit by mail:

Michigan Department of Labor & Economic Growth  
Bureau of Commercial Services  
Corporation Division  
P.O. Box 30054  
Lansing, MI 48909

To submit in person:

2501 Woodlake Circle  
Okemos, MI  
Telephone: (517) 241-6470

Fees may be paid by VISA or Mastercard when delivered in person to our office.

MICH-ELF (Michigan Electronic Filing System):

First Time Users: Call (517) 241-6470. or visit our website at <http://www.michigan.gov/corporations>  
Customer with MICH-ELF Filer Account: Send document to (517) 636-6437.

DLEG is an equal opportunity employer/program. Auxiliary aids, services and other reasonable accommodations are available upon request to individuals with disabilities.

MICHIGAN DEPARTMENT OF ENERGY, LABOR & ECONOMIC GROWTH BUREAU OF COMMERCIAL SERVICES	
Date Received	(FOR BUREAU USE ONLY)
	Adjusted to Agree with Bureau Records
	FILED FEB 01 2010 BUREAU OF COMMERCIAL SERVICES
This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.	
Name	Rick B. Troy
Address	935 SPARTAN COURT
City	ROCHESTER HILLS MI 48309
State	MI
ZIP Code	48309
Document will be returned to the name and address you enter above. If left blank document will be mailed to the registered office.	
EFFECTIVE DATE:	

### CERTIFICATE OF AMENDMENT TO THE ARTICLES OF INCORPORATION

For use by Domestic Profit and Nonprofit Corporations

(Please read information and instructions on the last page)

Pursuant to the provisions of Act 284, Public Acts of 1972, (profit corporations), or Act 162, Public Acts of 1982 (nonprofit corporations), the undersigned corporation executes the following Certificate:

1. The present name of the corporation is:	Oakland Cobras Fastpitch Softball Association
2. The identification number assigned by the Bureau is:	70477 Q

3. Article VI of the Articles of Incorporation is hereby ~~amended~~ <sup>added</sup> to read as follows:

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 c 3 of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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.

KK

**6. Nonprofit corporation only: Member, shareholder, or board approval**

The foregoing amendment to the Articles of Incorporation was duly adopted on the 19<sup>TH</sup> day of January, 2010 by the (check one of the following)

**Member or shareholder approval for nonprofit corporations organized on a membership or share basis**

- members or shareholders at a meeting in accordance with Section 611(2) of the Act.
- written consent of the members or shareholders having not less than the minimum number of votes required by statute in accordance with Section 407(1) and (2) of the Act. Written notice to members or shareholders who have not consented in writing has been given. (Note: Written consent by less than all of the members or shareholders is permitted only if such provision appears in the Articles of Incorporation.)
- written consent of all the members or shareholders entitled to vote in accordance with section 407(3) of the Act.

**Directors (Only if the Articles state that the corporation is organized on a directorship basis)**

- directors at a meeting in accordance with Section 611(2) of the Act.
- written consent of all directors pursuant to Section 525 of the Act.

Nonprofit Corporations

Signed this 19<sup>TH</sup> day of January, 2010

By   
(Signature of President, Vice-President, Chairperson or Vice-Chairperson)

Rick R. Troy Chairperson  
(Type or Print Name) (Type or Print Title)