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FILED
Secretary of State
State of California

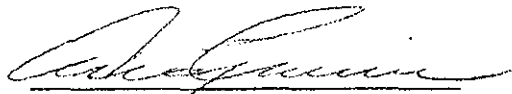
Handwritten initials: RJS, OP

ARTICLES OF INCORPORATION OF A
NONPROFIT PUBLIC BENEFIT CORPORATION

1cc AUG 25 2014

LKA

1. The name of the corporation is **Healdsburg Baseball Club, Inc.**
2.
 - a. This corporation is a nonprofit Public Benefit Corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for public and charitable purposes.
 - b. The specific purpose of this corporation is to provide an entertaining, inexpensive way for people of all ages to share in the enjoyment of quality collegiate baseball through the Prune Packers baseball team. The Packers' affiliation with local youth and high school baseball players instills discipline, teamwork, sportsmanship, honesty and integrity in baseball players and fans and promotes community-based amateur baseball in Healdsburg.
3. *Service of Process:*
 - a. Agent's name is Amy Covin
 - b. Agent's street address is 1028 Maxwell St., Healdsburg, CA 95448
4. Corporate Address:
 - a. Initial street address: 1028 Maxwell St., Healdsburg, CA 95448
 - b. Initial mailing address: 1083 Vine St., #400, Healdsburg, CA 95448
5.
 - a. This corporation is organized and operated exclusively for the purposes set forth in Article 2a hereof within the meaning of Internal Revenue Code section 501(c)(4).
 - b. This corporation shall not engage in any prohibited political or legislative activity.
 - c. *The property of this corporation is irrevocably dedicated to the purposes in Article 2a hereof and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person.*
 - d. Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable, educational, social and/or religious purposes and which has established its tax-exempt status under Internal Revenue Code Section 501(c)(3) or 501(c)(4).


Incorporator

Amy Covin