

Nov. 15, 1999

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CLERK OF STATE
TALLAHASSEE, FLORIDA

W-28320
W-27288
08/11/30



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 13, 1999

DONNA TAYLOR
1226 N.E. 93 ST.
MIAMI SHORES, FL 33138

SUBJECT: LIGHTNING STRIKES SOCCER BOOSTER CLUB, INC.
Ref. Number: W99000028320

We have received your document for LIGHTNING STRIKES SOCCER BOOSTER CLUB, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6878.

Alan Crum
Document Specialist

Letter Number: 599A00058394

ARTICLES OF INCORPORATION
OF

ARTICLE I
CORPORATE NAME, PRINCIPAL OFFICE AND MAILING ADDRESS

The name of the Corporation shall be: **LIGHTNING STRIKES SOCCER
BOOSTER CLUB, INC.**

The principal office of this Corporation is: 1226 N.E. 93 St.
Miami Shores, Fl. 33138

The mailing address of this Corporation is: c/o Donna Taylor
1226 N.E. 93 St.
Miami Shores, Fl. 33138

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE II
CORPORATE NATURE

This is a non-profit corporation organized corporation solely for the support and enhancement of the athletic and educational experience offered by the Dr. Michael M. Krop High School Lightning Strikes Soccer Program which shall be conducted pursuant to, and in accordance with, the Florida Corporations *Not for Profit Law* set forth in Chapter 617 of the Florida Statutes.

ARTICLE III
CORPORATE EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE IV
CORPORATE PURPOSES

The Corporation shall be a non-profit, nonsectarian organization formed and operated exclusively for exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, which purposes shall include the acceptance from any party, from time to time, of contributions and the deriving of income therefrom to be used or applied exclusively for any of the purposes specified in Section 501(c)(3).

The Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax pursuant to section 501(c)(3) of the Internal Revenue Code and to which deductible contributions may be made under sections 170, 2055 or 2522 of the Internal Revenue Code, as applicable. No part of the assets or the new earnings of the Corporation shall inure to the benefit of any officer, director, member or any other person. No substantial part of the activities of the Corporation shall be dedicated or attempting to influence legislation by propaganda or otherwise. The Corporation shall not participate or intervene in any political campaign for or on behalf of any candidate for public office.

During any period that the Corporation is a private foundation, as defined by section 509(a) of the Internal Revenue Code, the Corporation shall: (1) distribute its income of each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by section 4942(a); (2)

not engaged or be involved in any act of self-dealing, as defined in section 4941(d), so as to give rise to any liability for the tax imposed by section 4941(a); (3) not retain any excess business holdings as defined in section 4943(c), so as to give rise to any liability for the tax imposed by section 4943(a); (4) not make any investments which would jeopardize the carrying out of any of its exempt purposes, within the meaning of section 4944, so as to give rise to any liability for the tax imposed by section 4944(a); and (5) not make any taxable expenditures, as defined in section 4945(d); so as to Article III and hereinafter in these Articles of Incorporation, all section references are to the Internal Revenue Code, as amended, including any corresponding provisions of any subsequently enacted federal tax laws.

ARTICLE V

CORPORATE POWERS

The Corporation shall have and exercise all powers accorded corporations not for profit under the laws of the State of Florida which are not in conflict with the Corporation's exempt purposes as provided in Article IV.

ARTICLE VI

CAPITAL STOCK

The Corporation shall not have capital stock.

ARTICLE VII

MEMBERS

The qualification for members and the manner of the admission shall be regulated by the Bylaws of the Corporation, which may establish different of membership and limit voting rights to one of more of such classes.

ARTICLE VIII

BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by, or under the authority of, and the affairs of the Corporation shall be managed under the direction of, a Board of Directors, the number of which may be either increased or decreased from time to time as regulated by the Bylaws, but shall consist of not fewer than three. Where not inconsistent with Chapter 617, Florida Statutes, and the express provisions of the Articles of Incorporation, the Board of Directors shall have all the rights, powers and privileges prescribed by law of directors of corporations for profit.

The Board of Directors of the Corporation, set forth below, shall hold office until the first annual meeting of members and until their successors have been elected and qualified, or until their earlier resignation, removal from office, inability to act, or death:

<u>DIRECTORS</u>	<u>ADDRESS</u>
Donna Taylor, President	1226 N.E. 93 St. Miami Shores, Fl. 33138
Mary Jones, Vice President	660 N.E. 98 Street Miami Shores, Fl. 33138
Jack Heinemann Jr., Treasurer	1020 N.E. 177 Terrace North Miami Beach, Fl 33162
Michael Weston, Secretary	660 N.E. 98 St. Miami Shores, F. 33138
Deirdre Mirmelli, member at large	250 N. Hibiscus Drive Miami Beach, Fl. 33139

ARTICLE IX

AMENDMENTS

These Articles of Incorporation may be amended by majority of the voting members of the Corporation in accordance with the procedures provided by Chapter 617, Florida Statutes. Such action may be taken by the voting members present at any regular or special meeting, provided proper notice of the changes to be made has been given and a quorum is present, or by the voting members without a meeting, if a consent in writing, is filed in the minutes of the Corporation. Within ten days after obtaining such authorization by written consent, notice summarizing the action shall be given to those members who have not consented in writing.

ARTICLE X

DISSOLUTION

Upon dissolution, all of the Corporation's assets remaining after payment of all costs and expenses of such dissolution shall be distributed for an exempt purpose to any organization which shall then be qualified for exemption under section 501(c)(3) of the Internal Revenue Code, and to which a contribution shall be permitted as a deduction under section 170, 2055, or 2522 of the Internal Revenue Code as applicable, or to the federal government, or to a state or local government for public purpose. None of the assets shall be distributed to any officer, director or member of the Corporation, or any other person or organization not described in the preceding sentence.

ARTICLE XI

REGISTERED OFFICE AND REGISTERED AGENT

The address of the Registered Office of the Corporation is: 1226 N.E. 93 St.
Miami Shores, Fl. 33138

The name of the Registered Agent at such address is: Donna Taylor

ARTICLE XII

INCORPORATOR(S)

The name and address of the incorporator(s) is/are:

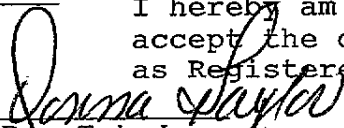
Donna Taylor
1226 N.E. 93 St.
Miami Shores, Fl. 33

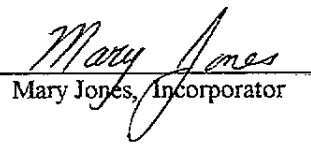
Mary Jones
660 N.E. 98 St.
Miami Shores, Fl. 33138

IN WITNESS WHEREOF, I have executed these Articles of Incorporation of

this 17 day of November 1999.

I hereby am familiar with and
accept the duties and responsibilities
as Registered Agent.


Donna Taylor, Incorporator


Mary Jones, Incorporator



Babette Siegel
MY COMMISSION # CC844429 EXPIRES
July 27, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
99 DEC 30 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA