

NO1000007003

Division of Corporations
Tallahassee, FL

Aug 22, 2001

Sir or Madam

NSA Soccer Academy, Inc
EIN: 65-0959516

Enclosed please find original and copy of Articles of Amendment to the above Corporation.

This Corporation was filed by one Lisa Leonardo Daniels, sog out of Ft Lauderdale, FL., but I fear same has been neglected & the principal Alba Sixta McKeel asked me to amend and assure all is in order with your office. Whether Annual Reports were filed, and if not, whether dissolution has automatically occurred is my concern.

Regardless, enclosed please find 970 for filing, articles of amendment and new registered agent document.

If more needs to be accomplished please advise amounts due and documents to file. Please send forms if applicable and we will follow your instructions.

Thank you

Paul Thompson
Proposed Director
8113 Tree Top Lane
Pensacola, Florida
32514.

cc Alba Sixta McKeel.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

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DIVISION OF CORPORATIONS

New NP

2000004564032-1
08/30/01-01003-010
*****70.00 *****70.00



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 4, 2001

Mr. Paul Shimek
8113 Treetop Ln.
Pensacola, FL 32514-6492

SUBJECT: NSA SOCCER ACADEMY, INC.
Ref. Number: P99000088875

We have received your document for NSA SOCCER ACADEMY, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

I tried to reach you by phone regarding the subject corporation but was unsuccessful. Please phone me at (850) 245-6901 regarding this filing.

Susan Payne

Division of Corporations

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TALLAHASSEE, FLORIDA

Paul Shimek, Jr.

8113 Treetop Lane, Pensacola, FL 32514

September 21, 2001

Ms. Susan Payne
Division of Corporations
Department of State
P.O. 6327
Tallahassee, FL 32314

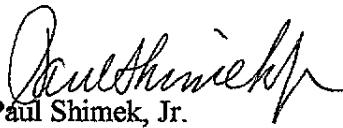
Subject: NSA Soccer Academy, Inc.
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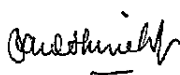
Dear Ms. Payne:

Thank you for your September 4, 2001 letter and subsequent telephone conversation regarding the Affidavit to release corporate name, inability to shift from profit to non-profit status, dissolution of profit corporation, and retention of the \$70.00 to be applied to this new original filing for non-profit status.

Enclosed is the Affidavit and Articles of Incorporation per your instructions and directions. You have been very helpful – thanks.

Respectfully,


Paul Shimek, Jr.
8113 Treetop Lane
Pensacola, FL 321514

PS. Thanks again. Please time stamp and
return the enclosed copy.
Please advise in writing if more
is required. 

STATE OF FLORIDA

COUNTY OF ESCAMBIA

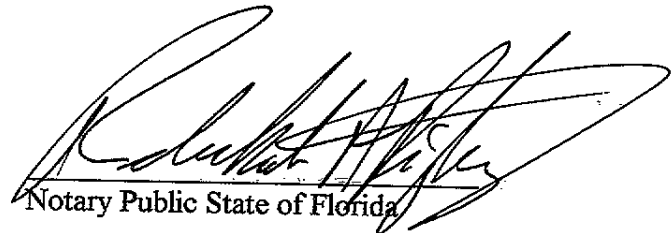
AFFIDAVIT

Personally appeared before me Alba Sixta McKeel who under oath says as follows:

I was the sole incorporator and director of NSA Soccer Academy, Inc., a now dissolved corporation. I release that name for use as permitted by law. I request the use of that name for a new non-profit corporation to be created instanter with the filing of documents accompanying this affidavit.


Alba Sixta McKeel

In witness whereof, I have hereunto set my hand and seal this 24th day of
September. 2001


Notary Public State of Florida



Articles of Incorporation

The undersigned, acting as incorporators of a corporation pursuant to the provisions of Chapter 617 Florida Statutes adopt the following Articles of Incorporation:

Article I

Name

The name of the corporation shall be NSA Soccer Academy, Inc.

Article II

Business Address

The principal place of business and mailing address of this corporation shall be 8416 Punjob Road, Milton, Florida 32583.

Article III

Purposes

The specific purposes for which this corporation is organized are:

- a.) for charitable purposes only.
- b.) to teach children aged 2 to 13 to play professional caliber soccer, to be taught by professional soccer players and coaches, whether the child is able or not able to pay to cover expenses.
- c.) to teach the above children the Gospel of Jesus Christ through Christian sportsmanlike conduct on the soccer field.
- d.) to promote the social welfare of the children of the community described above, and thereby further the common good and general welfare of the people of the community by bringing about civic betterment and social improvement similar to

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TALLAHASSEE, FLORIDA

that of a juvenile club of believers.

- e.) for the pleasure and recreation of the above described children in the manner of a sports club, and not limited to members of any particular faith or religion, race or color, such that all these children are bound together by a common objective of pleasure, learning and recreational pursuits.

Article IV

Earnings and Activities

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Article II hereof. 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 (a) by a corporation exempt from federal income tax under sections 501(c)(3), 501(c)(4), 501(c)(7) or other applicable sections of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by 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.

Article V

Assets Upon Dissolution

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of sections 501(c)(3), 501(c)(4), 501(c)(7), or other applicable sections of the Internal Revenue Code, or the 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 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.

Article VI

Exclusivity

This non-profit corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under sections 501(c)(3), 501(c)(4), 501(c)(7) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article VII

Initial Directors and Manner of Election of Directors

The manner in which the directors are elected shall be stated in the by-laws. Regardless, no person who is not a Christian shall be a director. The names and addresses of the persons who are the initial directors of this corporation are:

1. Alba Sixta McKeel
8416 Punjob Road
Milton, Florida 32583

2. Paul Shimek, Jr.
8113 Treetop Lane
Pensacola, Florida 32514

3. Erika J. Selin
8355 Punjob Road
Milton, Florida 32583

These named directors shall serve for one full year before replacement pursuant to the by-laws.

Article VIII

Limitation of Corporate Powers

All of the corporate powers of this corporation are without limitation and are those recited in Sections 617.0302 and 617.0303 Florida Statutes.

Article IX

Initial Registered Agent and Address

The name and street address of the initial registered agent of this corporation is Alba Sixta McKeel, 8416 Punjob Road, Milton, Florida 32583.

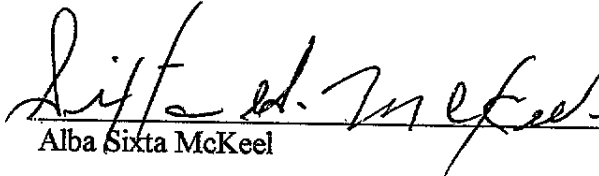
Article X

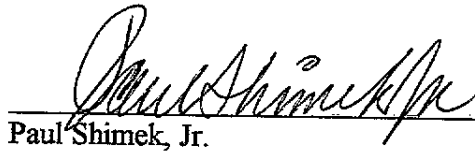
Incorporators

The names and street addresses of the two incorporators for these Articles of Incorporation are Alba Sixta McKeel, 8416 Punjob Road, Milton, Florida 32583 and Erika J.

Selin, 8355 Punjob Road, Milton, Florida 32583.

In witness whereof we have hereunto subscribed our names this 24th day of
September, 2001.


Alba Sixta McKeel


Paul Shimek, Jr.

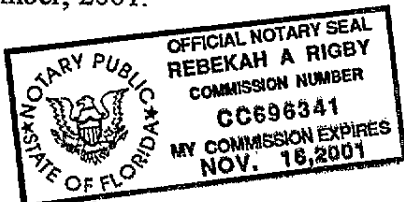

Erika J. Selin

STATE OF FLORIDA

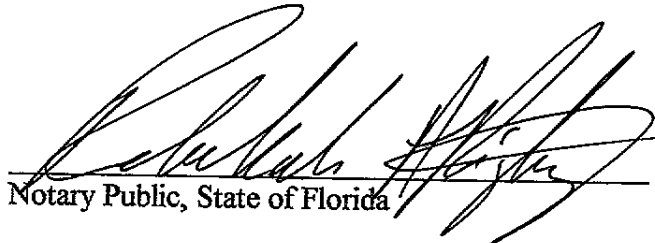
COUNTY OF ESCAMBIA

BEFORE ME, the undersigned authority, personally appeared Alba Sixta McKeel, Erika J. Selin and Paul Shimek Jr., known to me personally to be the persons who executed the foregoing Articles of Incorporation and who acknowledged before me that they executed such instrument for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 24th day of
September, 2001.

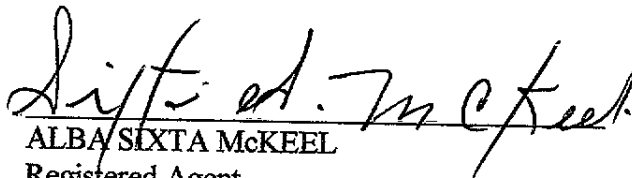


My Commission Expires:


Notary Public, State of Florida

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION

ALBA SIXTA McKEEL having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations for the position of Registered Agent under Sections 617.0501 - 617.0503, Florida Statutes, and agrees to act in this capacity..


ALBA SIXTA McKEEL
Registered Agent

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