

NO3 000001757

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

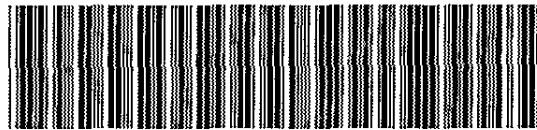
☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:



800010115788

FILED  
03 FEB 27 AM 10:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Office Use Only

RECEIVED  
03 FEB 27 PM 3:55  
DIVISION OF CORPORATION

2/27/04



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 946602 6471A

AUTHORIZATION :

*Patricia Pizito*

COST LIMIT : \$ 78.75

-----  
ORDER DATE : February 27, 2003

ORDER TIME : 1:47 PM

ORDER NO. : 946602-005

CUSTOMER NO: 6471A

CUSTOMER: Kristine A. Cross  
Mateer & Harbert, P.a.

Suite 600  
225 East Robinson Street  
Orlando, FL 32801

-----  
DOMESTIC FILING

NAME: FUTBOL CLUB - AMERICA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Ginger Simmons - EXT. 1139

EXAMINER'S INITIALS: \_\_\_\_\_

**ARTICLES OF INCORPORATION  
OF  
FUTBOL CLUB - AMERICA, INC.  
A NOT FOR PROFIT CORPORATION**

FILED  
03 FEB 27 AM 10:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I  
NAME**

The name of this Corporation is Futbol Club - America, Inc.

**ARTICLE II  
PLACE OF BUSINESS**

The principal place of business of the Corporation and mailing address is 1825 Lake Roberts Court, Windermere, Florida, 34786.

**ARTICLE III  
PURPOSE**

The purpose of the Corporation is to support and promote the game of soccer in the community with particular emphasis on developing young players through education and competition. In furtherance of its purpose, the Corporation will solicit contributions from the public to cover the costs of competition, including field fees, referee fees, trainers, travel expenses, uniforms, equipment, tournament entrance fees, as well as the costs of promotion and administration. Participation will be open to all young players in the community without regard to race, national origin or ability to pay.

**ARTICLE IV  
THE MANNER IN WHICH DIRECTORS OR ELECTED OR APPOINTED**

Directors shall be elected or appointed from time to time by the existing Board of Directors.

**ARTICLE V  
INITIAL OFFICERS AND DIRECTORS**

<u>NAME</u>	<u>ADDRESS</u>
Keith Ryan, President and Director	1825 Lake Roberts Court Windemere, Florida 34786
H. Scott Bates, Vice President and Director	2660 Lake Shore Drive Orlando, Florida 32803
Angela Alexander, Secretary and Director	<u>290 Milham Drive</u> <u>Orlando, Fla</u>
Nicole Snowden, Treasurer and Director	<u>201 S. Orange Ave, Suite 1205</u> <u>Orlando Fla 32801</u>

**ARTICLE VI  
RESIDENT AGENT**

The name and address of the Resident Agent is Keith Ryan, 1825 Lake Roberts Court, Windemere, Florida, 34786.

**ARTICLE VII  
INCORPORATOR**

The incorporator is Keith Ryan, 1825 Lake Roberts Court Windemere, Florida, 34786.

**ARTICLE VIII  
LIMITATIONS**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to, its members of the Board of 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 objects and 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

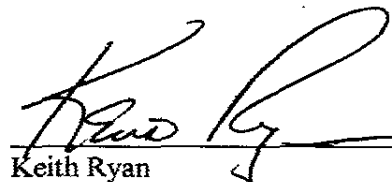
Corporation shall not participate in, or intervene in (including the publishing or distribution of statements concerning) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt under Section 501(c)(3) of the Internal Revenue Code (the "Code"), contributions to which are deductible under Section 170 of the Code.

On 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 that is organized and operated exclusively for charitable, educational, and scientific purposes and that has established its tax exempt status under Section 501(c)(3) of the Code.

In the event that this Corporation shall become a "private foundation" within the meaning of Section 509 of the Code, then the Corporation's income for each taxable year shall be distributed at such time and in such manner as not to subject it to tax under Section 4942 of the Code, and the Corporation shall be prohibited from engaging in any act of self-dealing as defined in Section 4941(d) of the Code, from retaining any excess business holdings as defined in Section 4943(c), from making any investments in such manner as to subject this Corporation to tax under Section 4944 of the Code, and from making any taxable expenditures as defined in Section 4945(d), and in all sections of the Code.

DATED: FEB. 24, 2003.

  
Keith Ryan

STATE OF FLORIDA  
COUNTY OF ORANGE

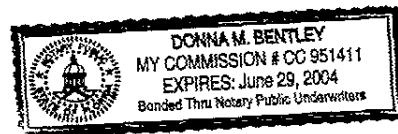
The foregoing instrument was acknowledged before me on Feb 26, 2003, by  
Keith Ryan, who is personally known to me or has produced  
\_\_\_\_\_ (type of identification) as identification.

  
Name: Donna M Bentley  
(Print Name)

(AFFIX NOTARY SEAL)

Notary Public - State of Florida

My Commission Expires:  
\_\_\_\_\_



CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE, NAMING THE AGENT UPON  
WHOM PROCESS MAY BE SERVED

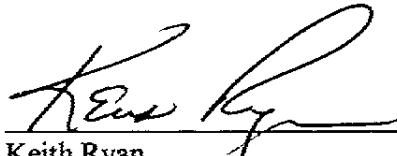
FILED  
03 FEB 27 AM 10:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance  
with said Act:

That Futbol Club - America, Inc desiring to organize under the laws of the State of Florida,  
with its principal office, as indicated in the Articles of Incorporation at 1825 Lake Roberts Court  
Windemere, Florida, 34786, Orange County, State of Florida, has named Keith Ryan as its agent to  
accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the  
place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with  
the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
Keith Ryan  
(Registered Agent)