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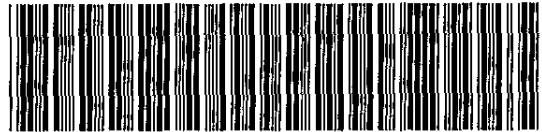
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A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS
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July 6, 2003

DEPARTMENT OF STATE
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

VIA: FEDERAL EXPRESS

Re: Palm Beach Lions Soccer Club, Inc.

Gentlemen:

Enclosed herewith please find an original and one copy of the Articles of Incorporation for Palm Beach Lions Soccer Club, Inc.

Also, enclosed please find our check no. 12652 in the amount of \$78.75 to cover the filing fee, designation of registered agent fee and one (1) certified copy.

We trust you will find the enclosed documents in order and your assistance in this matter is greatly appreciated.

Sincerely,

PRUITT & PRUITT, P.A.

By 

William E. Pruitt

WEP/cs
Enclosures

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**ARTICLES OF INCORPORATION
OF
PALM BEACH LIONS SOCCER CLUB, INC.**

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ARTICLE I - NAME

The name of the corporation shall be PALM BEACH LIONS SOCCER CLUB, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be
3460 Fairlane Farms Road, #8, Wellington, Florida 33414.

ARTICLE III - PURPOSE

The purpose for which the corporation is organized is to promote, educate, train
and develop youth soccer players by providing them with proper equipment, coaching
and quality competition and to conduct any and all lawful business necessary to further
the general purpose of the corporation.

ARTICLE IV - MANNER OF ELECTION

The manner of election of the Board of Directors shall be stated in the Bylaws.

ARTICLE V - DIRECTORS

The number of persons constituting the Board of Directors shall be stated in the
Bylaws.

ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is GARY
CZAJKOWSKI, 3460 Fairlane Farms Road, #8, Wellington, Florida 33414.

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator is GARY CZAJKOWSKI, 3460 Fairlane
Farms Road, #8, Wellington, Florida 33414.

ARTICLE VIII - MEMBERSHIP

This corporation shall have no members.

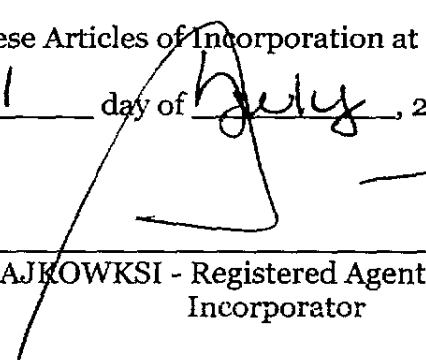
ARTICLE IX - BYLAWS

The initial Bylaws of the corporation shall be adopted by a majority vote of the entire Board of Directors and may be modified, amended, rescinded or appealed as stated in the Bylaws.

ARTICLE X - AMENDMENTS

These Articles of Incorporation may be amended by a majority vote of the entire Board of Directors.

IN WITNESS WHEREOF, I, the undersigned Registered Agent of this corporation, am familiar with and accept the duties and responsibilities as Registered Agent for said corporation, and I have executed these Articles of Incorporation at West Palm Beach, Palm Beach County, Florida, this 21 day of July, 2004.



GARY CZAJKOWSKI - Registered Agent/
Incorporator

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