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TALLAHASSEE, FLORIDA

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[Handwritten signature and date 2/23/05]

February 17, 2005

VIA PRIORITY MAIL

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

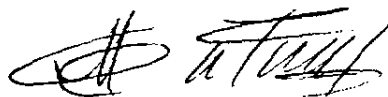
Subject: PONCE DeLEON SOCCER LEAGUE, INC.

Enclosed is an original and one (1) copy of the Articles of Incorporation, in compliance with Chapter 617, F.S., (not for profit); one (1) copy of the Letter Number 605A00008348 dated February 7, 2005 for a credit of \$43.75 and a check for \$43.75 totaling \$87.50 of Filing Fee, Certified Copy & Certificate.

Please return one copy of the stamped articles and the certificate to our office.

Any questions, please call at any time.

Sincerely,

A handwritten signature in black ink, appearing to read "Jose Gutierrez", written over a horizontal line.

Jose Gutierrez
2367 S.E. Harrison Street
Stuart, FL 34997
Phone 772-220-9171

ARTICLES OF INCORPORATION
OF
PONCE DeLEON SOCCER LEAGUE, INC.
A NOT FOR PROFIT CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a corporation pursuant to the Not-For-Profit Corporation Law of the State of Florida, pursuant to Florida 617, does hereby make, subscribe and acknowledge these articles as follows:

ARTICLE I NAME

The name of the corporation is:

PONCE DeLEON SOCCER LEAGUE, INC.

ARTICLE II PRINCIPAL OFFICE

The street address of the principle office of the corporation shall be 2367 S.E. HARRISON STREET, STUART, FL 34997 and its mailing address shall be P.O. BOX 615, PORT SALERNO, FL 34992-0615.

ARTICLE III PURPOSES AND POWERS

This corporation is organized and operated exclusively for charitable, educational, literary, scientific and religious purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code.

1. The specific and primary purposes for which this corporation is formed are:

(A) The primary purpose of the corporation is to be organized and operated as a charitable not for profit corporation according to Section 501(c) (3) of the Internal Revenue Code, including the mutual benefit of those individuals or organizations who enjoy the sport of soccer and reside in any State of the United State of America. This purpose includes the purchase of any group benefits, including liability insurance, appropriate to and for the sole use of its members.

(B) To accept donations, contributions, grants, and other sources of funding as are appropriate, in order to carry out the purposes and work of the corporation.

2. This corporation shall have and exercise all rights and powers conferred on a not for profit corporation under the laws of the State of Florida, or which may hereafter be conferred, including the powers of contract, lease, buy, sell personal or real property. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on (A) by an organization exempt from taxation under Section 501(c) (3) of the Internal Revenue Code and Regulations issued thereto as they exist or as they may hereafter be amended, or (B) by an organization, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code, and the regulations as they now exist or as they may hereafter be amended.

3. No substantial part of the activities of the corporation shall be, or include the carrying on of, propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

4. The Board shall indemnify, defend, save and hold harmless each member from personal liability, to the maximum extent authorized by law as same may exist from time to time. It is specifically understood that each member is serving in a volunteer capacity and without compensation. It is the intent of this Article that no member shall have personal liability for his or her acts or omissions except in those instances where the Board is prohibited, by law, from indemnifying, defending, saving and holding harmless such member.

5. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for payment of all liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine.

ARTICLE IV MANNER OF ELECTION

Directors and/or Officers shall be elected as stated in the Bylaws.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

The names and addresses of the persons who shall serve as Directors and/or Officers until the next election of the board of Directors are as follows:

Title	PD
Name	GUTIERREZ, JOSE
STREET ADDRESS	2367 S.E. HARRISON STREET
CITY-ST-ZIP	STUART, FL 34997

Title	VD
Name	VASQUEZ, JUAN O
STREET ADDRESS	411 VICLIFF ROAD
CITY-ST-ZIP	WEST PALM BEACH, FL 33406

Title	SD
Name	GUTIERREZ, ROSA
STREET ADDRESS	2367 S.E. HARRISON STREET
CITY-ST-ZIP	STUART, FL 34997

Title	TD
Name	SOLIS, MANUEL
STREET ADDRESS	6549 S.E. FEDERAL HWY. APT. #1
CITY-ST-ZIP	STUART, FL 34997

Title D
Name LARIOS, ROBERTO
STREET ADDRESS 2092 S.E. JACKSON STREET
CITY-ST-ZIP STUART, FL 34997

Title D
Name RUSSELL, J. MEREDITH
STREET ADDRESS 2497 S.E. WATERCREST STREET
CITY-ST-ZIP PORT SAINT LUCIE, FL 34984

ARTICLE VI INITIAL REGISTER AGENT

The name and address of the registered agent is:

JOSE GUTIERREZ
2367 S.E. HARRISON STREET
STUART, FLORIDA 34997

ARTICLE VII INCORPORATOR

The sole incorporator of the corporation is:

JOSE GUTIERREZ
2367 S.E. HARRISON STREET
STUART, FLORIDA 34997

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature/Registered Agent

February 17, 2005

Date



Signature/Incorporator

February 17, 2005

Date

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CLERK OF STATE
TALLAHASSEE, FLORIDA