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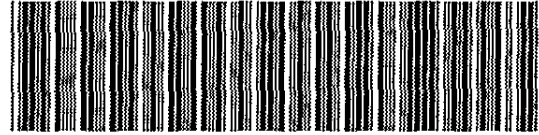
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*[Handwritten signature]*

LAW OFFICES OF  
**LUDOVICI & LUDOVICI**  
Attorneys at Law  
A Professional Association  
Established 1959

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July 16, 2007

Florida Department of State  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: Articles of Incorporation

Dear Gentlemen:

Enclosed are the original and duplicate copy of the Articles of Incorporation of this proposed corporation.

The duplicate copy has been subscribed and acknowledged by the subscribers in the same manner as the original. Please endorse your approval of the Articles of Incorporation on the duplicate copy, certify, and return to this office in the enclosed envelope.

A check in the amount of \$78.75 is enclosed payable to the Department of State, to cover the fees for this service.

Very truly yours,



Alexandra Soronellas  
Legal Assistant

Enclosures



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**ARTICLES OF INCORPORATION**

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**OF**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**SOUTH FLORIDA SOCCER ALLIANCE, INC.**

We, the undersigned, with other persons, being desirous of forming a corporation for charitable and philanthropic purposes under the provisions of Ch. 617 of the Florida Statutes, do agree to the following:

**ARTICLE I - NAME**

The name of this corporation is SOUTH FLORIDA SOCCER ALLIANCE, INC., a corporation not for profit.

**ARTICLE II - PURPOSE**

Said Corporation is organized exclusively for charitable and educational purposes including the making of distributions to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code or corresponding Section of any future Federal Tax Code.

**ARTICLE III - QUALIFICATION OF MEMBERS**

The members of this corporation are CUTLER RIDGE SOCCER, INC., MIAMI STRIKE FORCE INCORPORATED, PINECREST PREMIER SOCCER, INC. and SOUTH KENDALL SOCCER CLUB, INC. This corporation is being organized under a non-stock basis. Therefore, no member shall have stock.

**ARTICLE IV - TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE V - SUBSCRIBERS**

The names and street addresses of the subscribers of these Articles of Incorporation are as follows:

NAMES:

ADDRESS:

DANIEL PRENAT	9900 SW 77 Drive, Miami, Florida 33173
ELSA MAROON	12300 SW 99 Avenue, Miami, FL 33176
MARIA A. SORONELLAS	9750 Cutler Ridge Drive, Miami, FL 33157
RENATO SALAZAR	12855 SW 61 Avenue, Pinecrest, FL 33156

ARTICLE VI - OFFICERS

Section 1. The officers of the corporation shall be a President, Vice-Presidents, a Secretary, a Treasurer and an Assistant Treasurer.

Section 2. The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

NAME:

TITLE:

ADDRESS:

DANIEL PRENAT	PRESIDENT	9900 SW 77 Drive, Miami, FL 33173
ELSA MAROON	VICE PRESIDENT	12300 SW 99 Avenue, Miami, FL 33176
MARIA A. SORONELLAS	SECRETARY	9750 Cutler Ridge Dr, Miami, FL 33157
RENATO SALAZAR	TREASURER	12855 SW 61 Avenue, Pinecrest, FL 33156

ARTICLE VII - BOARD OF DIRECTORS

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. The Board shall consist of one (1) person duly appointed by each corporate member, as defined in Article III. This corporation shall have FOUR (4) Directors initially. The number of directors may never be less than FOUR (4).

Section 2. A Board member may appoint another individual to act on his or her behalf at any Board of Director's meeting by proxy, on a form approved by the Board of Directors,.

Section 3. Members of the Board of Directors shall be those persons who are duly appointed

by the corporate members, as defined in Article III, with each corporate member having one (1) seat. They shall hold their directorships until such time as the corporate member appoints another to replace him or her.

Section 4. The names and addresses of the persons who are to serve as initial directors are:

<u>NAME:</u>	<u>ADDRESS:</u>
DANIEL PRENAT	9900 SW 77 Drive, Miami, Florida 33173
ELSA MAROON	12300 SW 99 Avenue, Miami, FL 33176
MARIA A. SORONELLAS	9750 Cutler Ridge Dr, Miami, Florida 33157
RENATO SALAZAR	12855 SW 61 Avenue, Pinecrest, FL 33156

#### ARTICLE VIII - BY-LAWS

Section 1. The Board of Directors of this corporation may provide such by-laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Section 2. Upon proper notice the by-laws may be amended, altered, or rescinded by a majority of the members of the Board of Directors at any regular meeting or any special meeting called for that purpose.

#### ARTICLE IX - AMENDMENTS

Section 1. These Articles of Incorporation may be amended at a regular or special meeting of the Board of Directors called for that purpose, by a 60% vote.

#### ARTICLE X - ADDRESS

The initial street address of the principal office of this corporation shall be 9900 SW 77 Dr, Miami, Florida 33173. Corporate offices may be moved from time to time as provided in the by-laws.

#### ARTICLE XI - INDEBTEDNESS

The highest amount of indebtedness or liability to which the corporation may at any time subject

itself shall never be greater than 80% of the value of the property of the corporation.

#### ARTICLE XII - DUES

The amount of the yearly dues payable by members, as defined in Article III, shall be such amount as may be determined from time to time by the Board of Directors.

#### ARTICLE XIII - ACQUISITION OF PROPERTY

In order to promote the purposes of this corporation, it may acquire property by grant, gift, purchase, devise, or bequest, and hold and dispose of such property as the corporation shall require for the benefit of the members and not for pecuniary profit.

#### ARTICLE XIV - DISTRIBUTION OF EARNINGS

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 Two 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 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 Section 501 (c) (3) of the Internal Revenue (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future Federal Tax Code.

#### ARTICLE XV - DISSOLUTION

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501 (c) (3)

and 170 (c) (2) of the Internal Revenue Code of 1986, or corresponding sections of any prior or future law, or to the Federal, State, or Local Government for exclusive purpose.

ARTICLE XVI - REGISTERED AGENT

The registered agent of this corporation to accept service of process within this state shall be Maria A. Soronellas, 17415 South Dixie Highway, Palmetto Bay, Florida 33157.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 15<sup>TH</sup> day of JULY, 2007.

[Signature]  
DANIEL PRENAT

[Signature]  
ELSA MAROON

[Signature]  
MARIA A. SORONELLAS

[Signature]  
RENATO SALAZAR

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

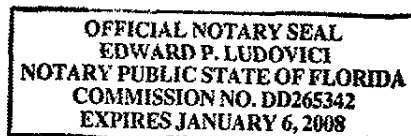
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STATE OF FLORIDA                     )  
  ) SS  
COUNTY OF MIAMI-DADE            )

The foregoing instrument was acknowledged before me the 15<sup>TH</sup> day of JULY, 2007 by DANIEL PRENAT, ELSA MAROON, MARIA A. SORONELLAS and RENATO SALAZAR, who ( ) are personally know to me or (x) have produced FLDL, FLDL, FLDL, and FLDL, as identification, and who did take oath.

Notary Seal:



[Signature]  
NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE

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

[Signature]  
Maria A. Soronellas, Registered Agent