

NO 9000002380

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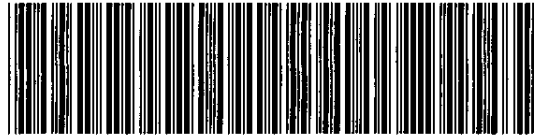
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. Shivers MAR 10 2009

## COVER LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** CAN FUTBOL FOUNDATION, INC.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: JASON R. OLD

Name (Printed or typed)

2424 WEST TAMPA BAY BLVD., SUITE A 206

Address

TAMPA, FL 33607

City, State & Zip

813.451.7579

Daytime Telephone number

2009 MAR -9 PM 2:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**NOTE:** Please provide the original and one copy of the articles.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION OF CAN FUTBOL FOUNDATION, INC.

A Florida Nonprofit Public Benefit Corporation

**Article I:** The name of the corporation shall be: CAN FUTBOL FOUNDATION, INC.

**Article II:** The place in this state where the principal office of the Corporation is to be located is 2424 West Tampa Bay Blvd., Suite A 206 in the City of Tampa, 33607, Hillsborough County.

**Article III:** Said corporation is organized exclusively for charitable, educational, and athletic purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

- (a) The specific and primary purpose is to use the sport of soccer as a vehicle to engage the world's underprivileged youth in order to promote issues such as, but not limited to: sport and development, education, HIV/AIDS awareness, and public health and sanitation.
- (b) The general purpose and powers are to have and exercise all rights and powers conferred on nonprofit corporations under the laws of Florida, including the power to contract, rent, buy or sell personal or real property; provided, however, that this corporation shall not, except to an insubstantial degree, engage in activities or exercise any powers that are not in furtherance of the primary purposes of this corporation.
- (c) 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 Third 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 section 501(c)(3) 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.
- (d) No substantial part of the activities of this corporation shall consist of lobbying or propaganda, or otherwise attempting to influence legislation, except as provided in section 501 (h) of the Internal Revenue Code, and this corporation shall not participate in or intervene in (including publishing or distributing statements) any political campaign on behalf of any candidate for public office.
- (e) All corporate property is irrevocably dedicated to the purposes set forth in article three above. No part of the net earnings of this corporation shall inure to the benefit of any of its directors, trustees, officers, private shareholders or members, or to individuals.
- (f) Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) 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.
- (g) The corporation will distribute its income for each tax year as such time and in such manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or corresponding provisions of any later federal tax laws.
- (h) The corporation will not engage in any act of self-dealing as defined in section 4941 (d) of the Internal Revenue Code, or corresponding provisions of any later federal tax laws.

- (i) The corporation will not retain any excess business holdings as defined in section 4943 (c) of the Internal Revenue Code, or corresponding provisions of any later federal tax laws.
- (j) The corporation will not make any investments in such manner as to subject it to tax under section 4944 of the Internal Revenue Code, or corresponding provisions of any later federal tax laws.
- (k) The corporation will not make any taxable expenditures as defined in section 4945 (d) of the Internal Revenue Code, or corresponding provisions of any later federal tax laws.

**Article IV:** All directors shall be elected at each annual meeting of the board of directors, to hold office until the next annual meeting; however, if any such directors are not elected at any annual meeting, they may be elected at any special meeting held for that purpose. Each such director, including a director elected to fill a vacancy or elected at a special meeting shall hold office until expiration of the term for which elected and until a successor has been elected and qualified.

**Article V:** The names and addresses of the persons who are the initial trustees of the corporation are as follows: Currently, no directors have been appointed or elected.

**Article VI: Registered Agent**

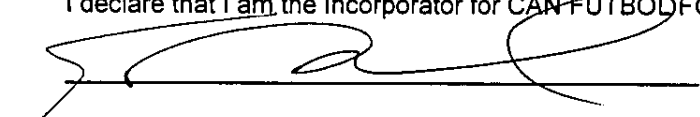
I declare that I am the Registered Agent for CAN FUTBOL FOUNDATION, INC.

  
Jason R. Old, Registered Agent

2424 W. Tampa Bay Blvd., Suite A 206, Tampa, FL, 33607

**Article VII: Incorporator**

I declare that I am the Incorporator for CAN FUTBOL FOUNDATION, INC.

  
Jason R. Old, Incorporator

2424 W. Tampa Bay Blvd., Suite A 206, Tampa, FL, 33607

**Article VIII: Effective Date:** March 1, 2009

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA