

# N12000005590

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Account Number : 073324000622  
Phone : (305)372-3300  
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*Restate*

FEB 28 2013

R WHI.

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: caquilar@robertallenlaw.com

**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
SOUTH MIAMI GREY GHOSTS SOCCER CLUB INC.**

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**RESTATED ARTICLES OF INCORPORATION  
OF  
SOUTH MIAMI GREY GHOSTS SOCCER CLUB INC.**

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13 FEB 28 PM 4:28  
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TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1007, Florida Statutes, this corporation hereby restates its articles of incorporation originally filed on June 5, 2012 and provides the following information and adopts the following Restated Articles of Incorporation:

The Corporation's Restated Articles of Incorporation have been executed in accordance with s. 617.01201, duly adopted by the Board of Directors, and inserting the following in its stead:

**Article I: Name**

The name of the Corporation will be South Miami Grey Ghosts Soccer Club Inc.

**Article II: Principle Office**

The principal place of business and mailing address of this corporation shall be:

717 Ponce de Leon Boulevard, Suite 332, Coral Gables, FL 33134

**Article III: Purpose**

The Corporation shall be a nonprofit corporation.

- A. The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.
- B. Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.
- C. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be

distributed to the Federal, 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 organization is then located, exclusively for such purposes.

**Article IV: Manner of Election**

The manner in which the Directors are elected or appointed will be set forth in the By-laws adopted by this corporation.

**Article V: Initial Directors and Officers**

Javier Rodriguez, President and Directors  
Pedro Vilallonga, Vice President and Directors

**Article VI: Initial Registered Agent and Street Address**

The name and the address of the registered agent is: Javier I. Rodriguez, Alvarez & Rodriguez, LLC, 717 Ponce de Leon Boulevard, Suite 332, Coral Gables, FL 33134.

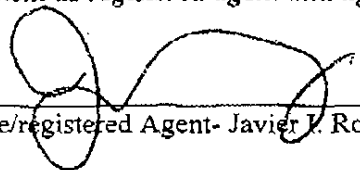
**Article VII: Incorporator**

The name and address of the Incorporator is:

Javier I. Rodriguez, 717 Ponce de Leon Boulevard, Suite 332, Coral Gables, FL 33134.

\*\*\*\*\*  
\*\*\*\*\*

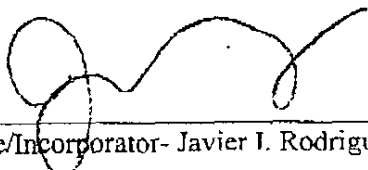
*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

  
Signature/registered Agent- Javier I. Rodriguez

02/28/2013  
Date

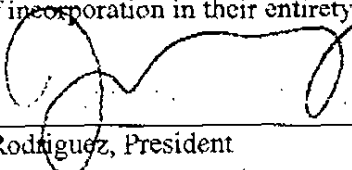
Umberto Bonavita  
Robert Allen Law\*(see fictitious name filing for registered agent)  
1441 Brickell Avenue, Suite 1400  
Miami, Florida 33131  
Ph. (305) 372-3300  
Fax (305) 379-7018  
Florida Bar No. 0632791

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Signature/Incorporator- Javier I. Rodriguez

02/28/2013  
Date

- a. In accordance with Section 617.0123(1) of Florida Not For Profit Corporation Act, this restatement shall be effective upon its filing with the Florida Department of State.
- b. The foregoing Restated Articles of Incorporation do not contain an amendment requiring member approval.
- c. The foregoing Restated Articles of Incorporation was duly adopted on February 28<sup>th</sup>, 2013, by the Board of Directors pursuant to Section 617.0821 of the Florida Not For Profit Corporation Act.
3. The foregoing duly adopted Restated Articles of Incorporation supersede the original articles of incorporation in their entirety.

  
Javier I. Rodriguez, President

02/28/2013  
Date

IN WITNESS WHEREOF, South Miami Grey Ghosts Soccer Club Inc. has caused this Restatement of the Articles of Incorporation to be executed by the undersigned duly authorized officers of the Corporation as of the 28<sup>th</sup> day of February, 2013.

Preparer:

Umberto Bonavita  
Robert Allen Law\*(see fictitious name filing for registered agent)  
1441 Brickell Avenue, Suite 1400  
Miami, Florida 33131  
Ph. (305) 372-3300  
Fax (305) 379-7018  
Florida Bar No. 0632791

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