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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

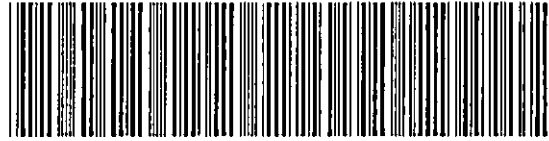
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FL

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N CULLIGAN

MAR 01 2020

Sunshine State Corporate Compliance Company

3458 Lakeshore Drive, Tallahassee, Florida 32312

(850) 656-4724

DATE 2/28/2020

****WALK IN****

ENTITY NAME SOUTH TAMPA YOUTH SOCCER CLUB, INC.

DOCUMENT NUMBER _____

****PLEASE FILE THE ATTACHED AND RETURN****

_____	Plain Copy
XXXX	Certified Copy
_____	Certificate of Status
_____	_____

****PLEASE OBTAIN THE FOLLOWING FOR THE ABOVE ENTITY****

_____	Certified Copy of Arts & Amendments
_____	Certificate of Good Standing
_____	_____

****APOSTILLE / NOTARIAL CERTIFICATION****

COUNTRY OF DESTINATION _____

NUMBER OF CERTIFICATES REQUESTED _____

TOTAL OWED 113.75

ACCOUNT #: I20160000072

per Eric - adjusted filing fee

E R JH

Please call Tina at the above number for any issues or concerns. Thank you so much!



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 2, 2020

SUNSHINE STATE CORPORATE COMPLIANCE COMPANY

SUBJECT: SOUTH TAMPA YOUTH SOCCER CLUB, INC.
Ref. Number: W20000022782

CORRECTED
Please Allow For
Same File Date

We have received your document for SOUTH TAMPA YOUTH SOCCER CLUB, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

As a condition of a conversion, pursuant to s.605.0212(9) & s.605.0212(10), Florida Statutes, the entity must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the conversion is submitted for filing.

The wrong conversion form was submitted. I am enclosing the correct one for your convenience. Note also the filing fees would be for a corporation so the fee with a Certified Copy is $105.00 + 8.75 = 113.75$.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Neysa Culligan
Regulatory Specialist II

Letter Number: 820A00004545

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SECRETARY OF STATE
TALLAHASSEE, FL

**CERTIFICATE OF CONVERSION
FOR
"OTHER BUSINESS ENTITY"
INTO
FLORIDA NONPROFIT CORPORATION**

The Certificate of Conversion and attached Articles of Incorporation are submitted to convert the following "Other Business Entity" into a **Florida Nonprofit Corporation** in accordance with Chapter 617 of the Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is South Tampa Youth Soccer Club, LLC.
2. The "Other Business Entity" was Limited Liability Company first formed under the laws of Florida effective on December 12, 2019.
3. The jurisdiction of the "Other Business Entity" has not changed. The state under the laws of which it is now organized, formed or incorporated remains Florida.
4. The name of the **Florida Nonprofit Corporation** as set forth in the **attached Articles of Incorporation** is South Tampa Youth Soccer Club, Inc.
5. This Certificate of Conversion are effective as of the date of filing with the Florida Secretary of State.

Signed effective as of the 28th day of February, 2020.

Required Signature for Florida Nonprofit Corporation:

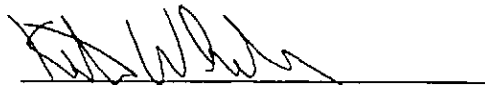
Signature of Chairman, Vice Chairman, Director, Officer or Incorporator.



Name: Eric Almon

Title: Incorporator

Signature on behalf of the Other Business Entity:



Name: Kathleen Wheeler

Title: Authorized Representative

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**ARTICLES OF INCORPORATION
OF
SOUTH TAMPA YOUTH SOCCER CLUB, INC.**

SECRETARY OF STATE
TALLAHASSEE, FL

The incorporator of South Tampa Youth Soccer Club, Inc. (the "Incorporator"), adopts the following Articles of Incorporation (the "Articles").

ARTICLE I – NAME

The name of the corporation shall be South Tampa Youth Soccer Club, Inc. (the "Corporation").

ARTICLE II – PURPOSE

2.01 Purpose. The Corporation is organized and shall be operated for educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under any corresponding section of any future federal tax code (the "Code") and related purposes. Within the scope of the foregoing, the Corporation is specifically organized to perform any and all functions with regard to the running and organization of a youth soccer league and to foster children's enjoyment of the game of soccer.

2.02 Not For Profit Corporation. The Corporation is designated as a not for profit corporation.

ARTICLE III – MEMBERSHIP

The Corporation shall have no members. The board of directors shall have sole voting power.

ARTICLE IV – REGISTERED OFFICE AND AGENT

The name of the registered agent of the Corporation is Corporate Creations Network Inc. The street address of the initial registered agent of the Corporation is 801 US Highway 1, North Palm Beach, Florida 33408.

ARTICLE V – MAILING ADDRESS

The principal place of business and mailing address of the Corporation is 777 S Harbour Island Boulevard, Tampa, Florida 33602.

ARTICLE VI – DURATION

The Corporation shall have perpetual existence.

ARTICLE VII – INCORPORATOR

The name and mailing address of the Incorporator is as follows:

Eric S. Almon, Esq.
100 North Tampa Street, Suite 4100
Tampa, Florida 33602

The powers of the incorporator shall terminate upon the filing of this Certificate of Incorporation.

ARTICLE VIII – BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by the board of directors. The Corporation shall initially have three directors, and thereafter, the number of directors of the Corporation may be changed in accordance with the bylaws of the Corporation, provided that the number of directors will never be less than three. The names and mailing addresses of the persons who are to serve as initial directors until the first annual meeting of shareholders or until their successors are elected and qualify are as follows:

<u>Name</u>	<u>Address</u>
Rence Murphy	777 S Harbour Island Boulevard, Tampa, Florida 33602
Charlotte Keeling	777 S Harbour Island Boulevard, Tampa, Florida 33602
Greg Farrell	777 S Harbour Island Boulevard, Tampa, Florida 33602

The qualifications to serve as a director, the terms for which the directors shall serve, the rights and powers of the directors, and the manner and selection of the directors shall be as specified in the bylaws of the Corporation.

ARTICLE IX – INTERNAL AFFAIRS

Provisions for the regulation of the internal affairs of the Corporation shall be provided in the Bylaws. In addition, the following provisions shall apply:

(a) The Corporation is organized for educational purposes. The Corporation is not organized and shall not be operated for the private gain of any person. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, 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 described in Section 501(c)(3) of the Code. The Corporation shall not conduct a trade or business that is not substantially related to its exempt purpose. 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.

(b) Notwithstanding any other provisions 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 Code or the corresponding provision of any future federal tax code; or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code or the corresponding provision of any future federal tax code.

ARTICLE X – DISSOLUTION

10.01 Dissolution. Upon the dissolution of the Corporation, the board of directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code or the corresponding provision of any future federal tax code, or to the federal government, or to a state or local government, for a public purpose.

10.02 Distributions. No part of the net earnings, or properties of this Corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 Section 2.01.

ARTICLE XI – BYLAWS

The board of directors shall have the exclusive power to adopt, amend and repeal the bylaws of the Corporation, as more fully provided in the bylaws.

ARTICLE XII – AMENDMENTS

The Corporation reserves the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned directors have executed these Articles of Incorporation as of this 28th day of February, 2020.

A handwritten signature in black ink, appearing to read 'E. Almon', written over a horizontal line.

Eric S. Almon, Esq., Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

South Tampa Youth Soccer Club, Inc., organized under the laws of the State of Florida, has named Corporate Creations Network Inc. as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-referenced corporation at 801 US Highway 1, North Palm Beach, Florida 33408, the undersigned hereby agrees to act in this capacity, agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties of a registered agent, and accepts the duties and obligations of Florida Statutes Section 617.0503.

Dated this 28th day of February, 2020.

/s/ Caitlin Lazarus Caitlin Lazarus, Special Secretary
Corporate Creations Network Inc., Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FL