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April 16, 2002

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

100005289181--8
-04/17/02--01033--011
*****35.00 *****35.00

Re: Santos Soccer Club, Inc.

Dear Madame/Sir:

Enclosed please find Articles of Dissolution for Santos Soccer Club, Inc., a Plan of Distribution of Assets of Santos Soccer Club, Inc. and a postal money order in the amount of \$35.00 to cover the filing fee for the articles.

Thank you for your assistance in this matter. Please contact me if you have any questions regarding this matter.

Sincerely,

Robert G. Clements

FILED
02 APR 17 AM 9:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RGC/
Enclosures

Wold's
T. Lewis 4/22/02

ARTICLES OF DISSOLUTION
OF SANTOS SOCCER CLUB, INC.

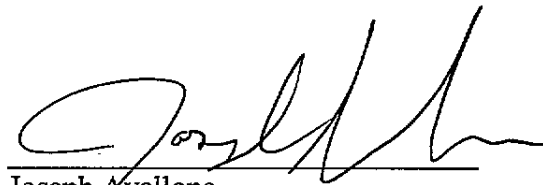
Pursuant to Section 617.1403, Florida Statutes, this Florida not for profit corporation submits the following Articles of Dissolution:

FIRST: The name of the corporation is SANTOS SOCCER CLUB, INC.

SECOND: The Articles of Incorporation were filed on December 5, 1997.

THIRD: A resolution was adopted by written consent and executed in accordance with Section 617.0701, Florida Statutes on November 28, 2001.

Signed this 12th day of April, 2002.



Joseph Avallone
Director / Member

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02 APR 17 AM 9:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLAN OF DISTRIBUTION OF ASSETS
OF SANTOS SOCCER CLUB, INC.

Pursuant to Section 617.1406, Florida Statutes, SANTOS SOCCER CLUB, INC. (the "Company") hereby sets forth its Plan of Distribution of Assets in connection with the dissolution of the Company.

1. The Board of Directors adopted a resolution recommending a plan of distribution of assets of the Company and the members of the Company adopted the following plan:

(a) All obligations of the Company have been or will be paid or discharged, or adequate provisions will be made therefor.

(b) The remaining assets of the Company shall be distributed to Central Florida United Soccer Club a charitable organization under Section 501(c)(3).

This 12th day of April, 2002.

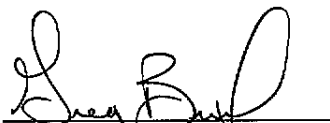


Greg Brick, Director

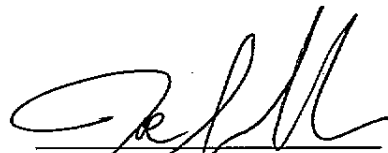


Joe Avallone, Director

We, Greg Brick and Joe Avallone, hereby certify that this plan complies with the requirements of subsection (1) of Section 617.1406, Florida Statutes.



Greg Brick, Treasurer



Joe Avallone, President