

N 9800000 5561  
TRANSMITTAL LETTER

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

500002648915-8  
-09/25/98-01045-013  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 SEP 25 AM 9:07

SUBJECT: GAINESVILLE SELECT SOCCER CLUB, 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

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: D. JEFFREY SAUSAMAN  
Name (Printed or typed)

8518 SW 21st LANE  
Address

GAINESVILLE, FL. 32607  
City, State & Zip

352.331.1233  
Daytime Telephone number

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

F. CHESSEB SEP 28 1998

**ARTICLES OF INCORPORATION**  
**OF**  
**GAINESVILLE SELECT SOCCER CLUB, INC.**

By these Articles of Incorporation, the undersigned Subscriber forms a corporation not for profit in accordance with Chapter 617, Florida Statutes, and pursuant to the following provisions ("these Articles");

**ARTICLE I**  
**NAME**

The name of the corporation shall be **Gainesville Select Soccer Club, Inc.** For convenience, the corporation shall be referred to in this instrument as the "Club."

**ARTICLE II**  
**DURATION**

The Club shall exist perpetually unless and until dissolved according to law. Corporate existence of the Club shall commence upon the filing of these Articles with the Florida Department of State.

**ARTICLE III**  
**PRINCIPAL OFFICE**

The principal office of the Club is located at:

10106 SW 37th Pl  
Gainesville, Fl. 32607

**ARTICLE IV**  
**PURPOSE AND POWERS OF THE ASSOCIATION**

The purpose of this Organization is to foster and advance the sport of Soccer in the City of Gainesville, Alachua County and State of Florida. To provide administration of Youth Soccer activities for its members, both during Competitive and Recreational activities, provide quality training for Coaches, and to promote a better understanding of the game and its advantages to the public. The purpose for which the Club is organized are exclusively religious, charitable, literary, scientific, and educational within the 501 (c) (3) of the Internal Revenue code of 1954 or the corresponding provision of any future Revenue Code of 1954 or any future United States Internal Revenue law, and shall not carry on any other activities not permitted to be carried on by an organization exempt for Federal Income Tax pursuant to 501 (c) (4) of the Revenue code of 1954 or the corresponding provisions of any future United States Revenue Code.

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The Club shall not pay dividends and no part of any income of the Club shall be distributed to its Members, Directors or officers. The Club shall have all the powers of a nonprofit corporation organized under the laws of the State of Florida, subject only to such limitations upon the exercise of such powers as are expressly set forth in these Articles, the Bylaws, or the Constitution. The Club shall have the power and duty to do any and all lawful things which may be authorized, assigned, required or permitted to be done by the Constitution, these Articles and the Bylaws, and to do and perform any and all acts which may be necessary or proper for, or incidental to, the exercise of any of the duties or powers of the Club, for the benefit of the members.

#### **ARTICLE V** **MEMBERSHIP**

Section 1. Membership in the Gainesville Select Soccer Club shall be by active volunteers and players, the players being represented by said players parent/guardian if player is under the age of eighteen years of age, only when all dues and/or assessments have been paid in full.

Section 2. All members shall abide by the constitution and by-laws, and all existing Rules and Regulations as set forth by the Board of Directors, as well as those established in the future, and all applicable rules and regulations as may be required by the USSF, FYSA, and any Leagues with which this Club is affiliated.

#### **ARTICLE VI** **VOTING RIGHTS**

Each member shall have one vote in all matters concerning:

1. The election of officers, during the Annual General meeting.
2. Amendments to the Constitution at the annual general meeting.
3. Amendments, additions or deletions to the by-laws at the annual general meeting.

#### **ARTICLE VII** **BOARD OF DIRECTORS**

Section 1. The governing authority of the Gainesville Select Soccer Club, whose powers shall be delegated by the Constitution and by-laws, shall be vested with the Board of Directors. The Board of Directors shall consist of not less than five(5) members. Should one or more Board members resign, or be removed, the remaining Board members may appoint a replacement.

Section 2. The Board of Directors shall be comprised of the President, a Director of Competition, Secretary, Treasurer, Club Registrar, a Representative to the League or Leagues that the Club is bound to for the season, and One Representative (or their alternate) per team.

Section 3. The Directors will be elected annually at the annual general meeting of the members.

The initial Board shall be comprised of five(5) members. The names and addresses of persons who are to act in the capacity of Director until appointment or election of their successors pursuant to these Articles are:

<u>Name</u>		<u>Address</u>
Dwayne Matern	3525 NW 22nd Dr.	Gainesville, Fl. 32605
Bob Shewey	5714 SW 36th Way	Gainesville, Fl. 32608
Steve Padgett	2707 NW 66th Ter	Gainesville, Fl. 32606
Dustin Baker	1000 SW 62nd Blvd. Apt. 834	Gainesville, Fl. 32607
Nancy Iafrate	10106 SW 37th Pl.	Gainesville, Fl. 32607

#### **ARTICLE VIII**

#### **INDEMNIFICATION**

Section 1. Every Director and every officer of the Club shall be indemnified by the Club against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding whether civil, criminal, administrative or investigative, or any settlement of any proceeding, or any appeal from such proceeding to which he may be a party or in which he may become involved by reason of his begin or having been a Director or Officer of the Club, or having served at the Club's request as a Director or officer of any other corporation, whether or not he is a Director of Officer at the time such expenses are incurred, regardless of by whom the proceeding was brought, except in relation to matters as to which any such Director or Officer shall be adjudged liable for gross negligence or willful misconduct, provided that in the event of a settlement, the indemnification shall apply only when the Board of Directors of the Club approved such settlement and reimbursement as being for the best interest of the Club. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled.

Section 2. Expenses incurred in defending a suit or proceeding whether civil, criminal, administrative or investigative may be paid by the Club in advance of the final disposition of such action, suit or proceeding if authorized by all of the non-interested Directors upon receipt of an undertaking by or on behalf of the Director of Officer to repay such amount if it shall ultimately be determined that he is not to be indemnified by the Club as authorized by these Articles of Incorporation.

Section 3. The Club shall have the power to purchase at its expense and maintain insurance on behalf of any person who is or was a Director of Officer of the Club, or is or was serving at the request of the Club as a Director or Officer of another Club, against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Club would have the power to indemnify him against such liability under the provisions of these Articles.

**ARTICLE IX**  
**BYLAWS**

The Bylaws of the Club shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the Bylaws.

**ARTICLE X**  
**REGISTERED AGENT**

The initial Registered Agent for the Club will be:

**D. Jeffrey Sausaman**  
8518 SW 21st Lane  
Gainesville, Fl. 32607

**ARTICLE XI**  
**SUBSCRIBERS**

The name and address of the Subscriber(s) to these Articles of Incorporation are as follows:

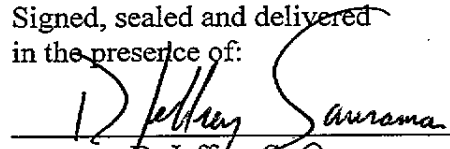
<b><u>Name</u></b>	<b><u>Address</u></b>
Dewayne Matern	3525 NW 22nd Dr. Gainesville, Fl. 32605

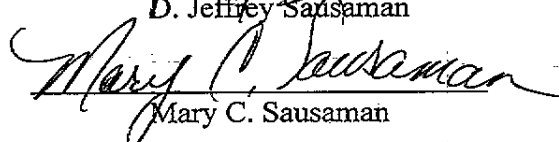
**ARTICLE XII**  
**NON-STOCK CORPORATION**

The Club is organized on a non-stock basis and shall not issue shares of stock evidencing membership in the Club; provided, however, that membership in the Club may be evidenced by a certificate of membership which shall contain a statement that the Club is a corporation not for profit.

The undersigned Subscriber(s) has (have) executed these Articles of Incorporation this 23 day of September, 1998.

Signed, sealed and delivered  
in the presence of:

  
D. Jeffrey Sausaman

  
Mary C. Sausaman

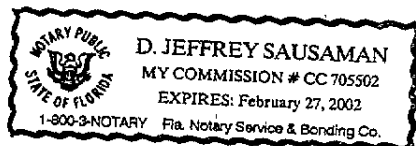
  
Dwayne Matern

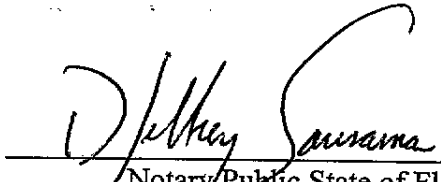
STATE OF FLORIDA  
COUNTY OF ALACHUA

I **HEREBY CERTIFY** that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared **DWAYNE MATERN**, to me known to be the subscriber described in the foregoing Articles of Incorporation, and having taken an oath, he acknowledged and swore purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid on this 23 day of September, 1998.

(Seal)



  
\_\_\_\_\_  
Notary Public State of Florida  
My Commission Expires:

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

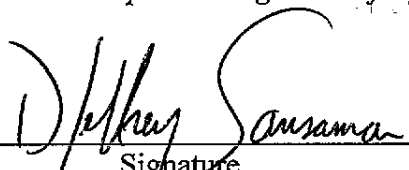
PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Gainesville Select Soccer Club, Inc.
2. The name and address of the registered agent and office is:

D. Jeffrey Sausaman  
8515 Sw 21st Lane  
Gainesville, Fl. 32607

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*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
Signature

9/22/98  
Date