



THE UNITED STATES  
CORPORATION  
COMPANY

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99 JUN 11 PM 12:51

ACCOUNT NO. : 072100000032

REFERENCE : 271301 118517A

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AUTHORIZATION :

COST LIMIT : \$ 78

*Patricia Pujat*

ORDER DATE : June 11, 1999

ORDER TIME : 10:40 AM

ORDER NO. : 271301-005

CUSTOMER NO: 118517A

EFFECTIVE DATE  
*6-10-99*

000002901810--8

CUSTOMER: Jeffrey M: Fuller, Esq  
FULLER HOLSONBACK & BIVINS  
FULLER HOLSONBACK & BIVINS  
Suite 2650  
100 N. Tampa Street  
Tampa, FL 33602

RECEIVED

99 JUN 11 AM 11:28

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: TAMPA BAY KICKERS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Mimi Stephens

EXAMINER'S INITIALS:

*PH 6/11/99*  
*(3)*

ARTICLES OF INCORPORATION

OF

TAMPA BAY KICKERS, INC.

FILED  
99 JUN 11 PM 12:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of Tampa Bay Kickers, Inc., under the Florida Not for Profit Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

EFFECTIVE DATE

The name of the corporation is:

10-10-99

Tampa Bay Kickers, Inc.

ARTICLE II. INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the initial principal office and mailing address of the corporation is:

100 North Tampa Street  
Suite 2650  
Tampa, Florida 33602

ARTICLE III. PURPOSE

The corporation is organized, and shall be operated as a Florida not for profit corporation, exclusively for religious, charitable, scientific, and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code, including, for such purposes, as receiving contributions and making 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. The purposes of the corporation shall include, but are not limited to:

- (a) Education of children and young adults regarding the game of soccer; and
- (b) Exercising all rights and powers provided by Chapter 617, Florida Statutes, that are necessary or desirable to encourage and promote the previously delineated corporate purposes, subject to any limitations contained in these Articles of Incorporation or in the Bylaws of the corporation.

#### ARTICLE IV. ELECTION OF DIRECTORS

The corporation shall have a Board of Directors of three directors initially. The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Jeffery M. Fuller	4611 Ackerly Way Brandon, Florida 33511
Jeff Brattain	7502 Castil Place Tampa, Florida 33614
Mike Streicher	6528 Thoroughbred Loop Odessa, Florida 33556

The number of directors may be increased or decreased from time to time, by amendment to, or in the manner provided in the Bylaws, but the corporation shall never have fewer than three directors. Directors shall be elected in the manner and for the terms provided in the Bylaws.

#### ARTICLE V. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the execution date of these Articles of Incorporation if such date is within five business days prior to the date these Articles of Incorporation are filed with the Florida Department of State.

#### ARTICLE VI. LIMITATION OF CORPORATE POWERS

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 III, 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 of Incorporation, 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.

**ARTICLE VII. DISSOLUTION**

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 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.

**ARTICLE VIII. INITIAL REGISTERED OFFICE AND AGENT**

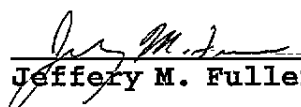
The street address of the corporation's initial registered office is 100 North Tampa Street, Suite 2650, Tampa, Florida 33602, and the name of the corporation's initial registered agent at that address is Jeffery M. Fuller.

**ARTICLE IX. INCORPORATOR**

The name and street address of the incorporator is:

Jeffery M. Fuller  
4611 Ackerly Way  
Brandon, Florida 33511

Execution Date: June 10, 1999

  
\_\_\_\_\_  
Jeffery M. Fuller, Incorporator

**TAMPA BAY KICKERS, INC.**

**ACCEPTANCE OF REGISTERED AGENT**


FILED  
99 JUN 11 PM 12:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Sections 48.091 and 617.0501, Florida Statutes, the following is submitted:

That Tampa Bay Kickers, Inc., desiring to organize as a not for profit corporation under the laws of the State of Florida with its initial registered office, as indicated in its Articles of Incorporation, at 100 North Tampa Street, Suite 2650, Tampa, Florida 33602, has named Jeffery M. Fuller as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for Tampa Bay Kickers, Inc. at the place designated in this document, the undersigned agrees to act in that capacity and to comply with the provisions of the Florida Not For Profit Corporation Act relative to keeping open the registered office. The undersigned is familiar with, and accepts the obligations of, Section 617.0501 Florida Statutes.

**Execution Date: June 10, 1999**

  
Jeffery M. Fuller  
Registered Agent