

P98000074473



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 936240 7107213

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : August 21, 1998

ORDER TIME : 8:47 AM

ORDER NO. : 936240-005

CUSTOMER NO: 7107213

CUSTOMER: William L. Thompson, Jr., Esq
THOMPSON & ADAMS

Suite 3131
One Independent Drive
Jacksonville, FL 32202

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-08/24/98--01024--001
****122.50 ****122.50

DOMESTIC FILING

NAME: USA SOCCER, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 24 AM 11:52

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AM 8
98 AUG 24
DIVISION OF CORPORATIONS

509
W98-18275

g 8/26/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 24 AM 11:52

August 24, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: USA SOCCER, INC.
Ref. Number: W98000019295

We have received your document for USA SOCCER, INC.. However, the document has not been filed and is being returned for the following:

The name of the entity must be identical throughout the document.

Please return the original and one copy of 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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 998A00043751

RESUBMIT

Please give original
submission date as file date.

RECEIVED
98 AUG 26 AM 11:29
DIVISION OF CORPORATION

EFFECTIVE DATE

8/20/98

ARTICLES OF INCORPORATION

OF

USA SOCCER, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 24 AM 11:52

ARTICLE I

NAME

The name of this corporation is "USA Soccer, Inc."

ARTICLE II

NATURE OF BUSINESS

This corporation is organized for the purpose of operating a youth soccer league and engaging in and transacting any or all lawful business permitted under the laws of the State of Florida or any other state and of the United States.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue twenty thousand (20,000) shares of common stock having a par value of One Dollar (\$1.00) per share, which shares shall be and hereby are designated as "Common Shares". Without action by the stockholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

ARTICLE IV

TERM OF EXISTENCE

The term for which this corporation shall exist shall be perpetual, commencing on the date of execution of these Articles.

ARTICLE V

PRINCIPAL OFFICE OF THE CORPORATION

The principal office of the business of the corporation shall be 1556 Lakeway Drive, Orange Park, Florida 32073. The Board of directors may, from time to time, change the principal office and mailing address to any other address in Florida.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida is 975 Martin Avenue, Green Cove Springs, Florida 32043, and the name of the initial registered agent of this corporation at that address is Timothy J. Enright. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished, from time to

time, by amendment to the Bylaws, but in no event shall the number of Directors be reduced below one (1). The names and addresses of the initial Directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Timothy J. Enright	975 Martin Avenue Green Cove Springs, Florida 32043
Thomas Hallquest	975 Martin Avenue Green Cove Springs, Florida 32043

ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Timothy J. Enright	975 Martin Avenue Green Cove Springs, Florida 32043

ARTICLE IX

BYLAWS

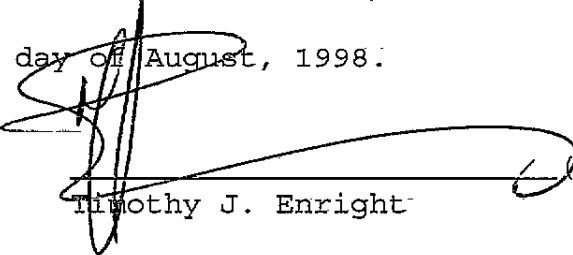
Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaws shall not be altered, repealed or amended by the Board of Directors.

ARTICLE X

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaw shall not be altered, repealed or amended by the Board of Directors.

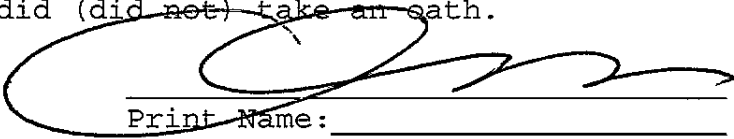
IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set his hand and affixed his seal this 20 day of August, 1998.


Timothy J. Enright

(SEAL)

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 20 day of August, 1998, by Timothy J. Enright, who is personally known to me or who has produced _____ as identification and who did (did not) take an oath.


Print Name: _____

Notary Public, State of Florida

My Commission expires: _____

Commission Number: _____

(SEAL)



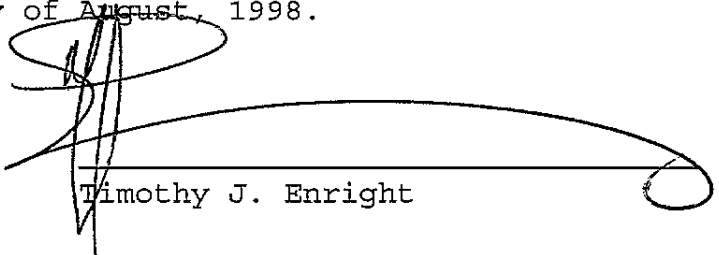
THOMAS MANN
COMMISSION # CC 654204
EXPIRES JUN 9, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF
USA SOCCER, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 24 AM 11:52

Pursuant to Sections 48.091 and 607.034, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon USA Soccer, Inc., a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 975 Martin Avenue, Green Cove Springs, Florida 32043.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal at Jacksonville, Duval County, Florida, on this 20 day of August, 1998.


Timothy J. Enright