ARTICLES OF INCORPORATION

OF

CALIFORNIA STATE SOCCER ASSOCIATION - SOUTH*

I*

The name of this corporation is: CALIFORNIA STATE SOCCER ASSOCIATION – SOUTH (CAL SOUTH).*

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The purposes for which this corporation is formed are as follows:

The specific and primary purposes are to promote and provide non-profit, public educational soccer competition for youth for the following reasons:

- 1. 1 To provide education in rules and skills of soccer:
- 2. To provide good, wholesome, competitive fun:
- 3. To develop youth physically:
- 4. To develop all-around athletic skills:
- 5. To develop good character and sportsmanship:

In addition to the above primary purpose, the corporation shall have the further general purposes and powers as follows:

The general purposes and powers are to have and exercise all rights, and powers conferred on nonprofit corporations under the laws of California, including the power to contract, rent, buy or sell personal or real property, provided, however, that this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this corporation.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including publishing or distribution of statements) on behalf of any candidate for public office.

III

This corporation is organized pursuant to the General Nonprofit Corporation Law of the State of California. This corporation does not contemplate pecuniary gain or profit to the members thereof and it is organized for nonprofit purposes.

IV

The principal office for the transaction of the business of this corporation is located in the County of Los Angeles, State of California.

V

The general management of the affairs of this corporation shall be under the control, supervision, and direction of the board of directors. The names and addresses of persons who are to act in the capacity of directors until the selection of their successors are: (purposely removed 1979 directors and personal information)

VI

The authorized number and qualifications of members of the corporation, the different classes of membership, if any, the property, voting and other rights and privileges of members, and their liability to dues and assessments and the method of collection thereof, shall be as set forth in the bylaws.

VII**

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 50l(c) (3) of the Internal Revenue Code.

*Amended June 5, 2010, Endorsed-Filed in the office of the Secretary of State of the State of California July 23, 2010

**Amended March 11, 1995, Endorsed-File in the office of the Secretary of State of the State of California July 31, 1995