

SOUTH WINDSOR SOCCER CLUB, INC.  
A Connecticut Nonstock Corporation

CERTIFICATE OF INCORPORATION

I, the Incorporator, hereby form a corporation under the Nonstock Corporation Act of the State of Connecticut:

1. The name of the corporation is SOUTH WINDSOR SOCCER CLUB, INC. (hereinafter referred to as "the Corporation").

2. The nature of the activities to be conducted, or the purposes to be promoted or carried out, by the Corporation are as follows:

(a) To operate a corporation exclusively to encourage the growth of soccer and to implant firmly in the members of the club the ideals of good sportsmanship, honesty, loyalty and respect for authority, to engage in any lawful activity for which corporations may be formed under the Connecticut Nonstock Corporations Act, with no part of the net earnings of the Corporation to inure to the benefit of any individual and with no substantial part of the activities of the Corporation consisting of carrying on propaganda or otherwise attempting to influence legislation, or in any way participating in, or intervening in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

(b) To receive contributions by gift, grant, bequest, appointment or otherwise and apply them for the purposes set forth in paragraph 2(a) which are described in Sections 501(c)(3), 170(c)(2), 2055(a)(2), and 255(a)(2) of the Internal Revenue Code of 1954.

(c) No substantial part of the activities of the Corporation shall consist of activities which in themselves are not in furtherance of one or more of the exempt purposes of the Corporation hereinabove set forth; nor shall the Corporation have any powers other than those in furtherance of such exempt purposes.

(d) To invest and reinvest its funds not currently needed in the conduct of its affairs.

(e) To do any and all things which are incident to the foregoing powers or conducive to the attainment of said purposes.

3. The Corporation is nonprofit and shall not have or issue shares of stock or pay dividends. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors 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 its corporate purposes as above set forth. 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 of 1954 or (b) by a

corporation contributions to which are deductible under Section 170(c)(2), 2055(a)(2), and 2522(a)(2) of the Internal Revenue Code of 1954.

4. The classes, right, privileges, qualifications, and the manner of election or appointment of members are as follows:

(a) Eligibility - any person sincerely interested in active participation to effect the objectives of this club may apply to become a member.

1. Player Members - any player candidate who resides within the authorized boundaries as described by the C.J.S.A., shall be eligible for participation but shall have no rights, duties or obligations in the management or in the property of the club.

2. Voting Members - any person actively interested in furthering the objectives of the club can become a voting member upon election by a majority vote of the Board of Directors. Voting members shall include, but not be exclusive to, the Board of Directors.

Residents of other towns shall be eligible for membership in the club if permission is granted by the Board of Directors.

(b) Other Affiliations - player members will be required to be registered under the rules of the C.J.S.A.

(c) Suspension or Termination - membership may be terminated by resignation or action of the Board of Directors.

1. The Board of Directors, by at least a four-fifths vote of those present at any duly constituted meeting shall have the authority to discipline or suspend or terminate the membership of any member when the conduct of such person is considered detrimental to the best interests of the South Windsor Soccer Club.

The member involved shall be notified of such meeting, informed of the general nature of the charges, and given an opportunity to appear at the meeting to answer such charges.

2. The Board of Directors shall, in the case of a player member, give notice to the coach of the team of which the player is a member and also give notice to the parents or legal guardian of the player member. Said parties shall appear, with the player, before the Board of Directors, which shall have full power to suspend or revoke such player's right to future participation.

5. At the organization meeting of the Corporation the Incorporator shall adopt by-laws and elect directors consisting of the number of directorships specified in the by-laws. Thereafter, a Board of Directors shall be elected by a majority vote of the Directors then in office at the annual meeting of the Board of Directors as prescribed by the by-laws of the Corporation. The property and affairs of the Corporation shall be managed by the Board of Directors.

6. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute all of

the assets of the Corporation to one or more organizations described in subparagraph 2(b) hereinbefore in such proportions and amounts as the Board of Directors of the Corporation shall determine: with the wish that any recipients chosen will most closely approximate the purposes of this Corporation. No part of the Corporation's assets shall ever be distributed to its directors or officers, or inure to the benefit of any private individual.

7. This Certificate of Incorporation may be amended by a two-thirds (2/3) vote of the Board of Directors then serving, provided that no such amendment shall be adopted which will affect the exempt status of the Corporation under Section 501(c)(3) of the Internal Revenue Code of 1954 or the Connecticut General Statutes.

8. Reference herein to the Internal Revenue Code of 1954 shall include any corresponding provisions of any future United States Internal Revenue Law.

Dated at South Windsor , Connecticut, this 29th day  
of April , 1987 .

I hereby declare, under the penalties of perjury, that the statements made in the foregoing certificate are true.

*Jeffrey M. Winnick*

Jeffrey M. Winnick  
Sole Incorporator

**FILED**  
STATE OF CONNECTICUT

MAY 01 1987

*John H. Fagan*

*Secretary of the State*

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FF 6  
EX 20  
FF 56

\$17.543

Rec: Pamela J. Reardon  
Stones, Cross, Churches and  
928 Farmington Ave  
West Hartford, CT 0610  
Re mailed 5/4/87 1:30 pm  
D.

STATE OF CONNECTICUT }  
OFFICE OF THE SECRETARY OF THE STATE } SS. HARTFORD

I hereby certify that this is a true copy of record  
in this Office

In testimony whereof, I have hereunto set my hand,  
and affixed the Seal of said State, at Hartford,  
this 27<sup>th</sup> day of May A.D. 1927

Julia H. Tashjian

SECRETARY OF THE STATE *SR*