



ATTACHMENT C : RESOLUTION 2014.1

MEMBERSHIP RESOLUTION OF
SAN FRANCISCO YOUTH SOCCER
APPROVING AMENDED ARTICLES

DULY PASSED ON FEBRUARY 11TH, 2014

AMENDMENT OF ARTICLES

WHEREAS, We, the teams represented in this membership organization, would like the name of our organization to reflect that we have become a youth soccer organization for the entire city of San Francisco; therefore be it

RESOLVED, That the membership accepts the amended Articles, and be it further

RESOLVED, That the directors of San Francisco Youth Soccer are, and each acting alone is, hereby authorized and directed to take such further action as may be necessary, appropriate and advisable to implement this resolution and amendment and any such prior actions are hereby ratified, and

WE, the membership, hereby certify that San Francisco Youth Soccer, is comprised of 454 members, of whom 233, constituting a quorum, were present at an Annual General Meeting duly and regularly called, noticed, and convened and held this 11th day of February, 2014, and that the foregoing resolution was duly adopted at said meeting by the affirmative vote of 232 members, and opposed by 1 member, and that the Resolution has been duly recorded in the minutes and is in due force and effect.

ARTICLES OF INCORPORATION
OF
SAN FRANCISCO YOUTH SOCCER LEAGUE
A California Nonprofit Public Benefit Corporation

ONE: The name of this corporation is SAN FRANCISCO YOUTH SOCCER LEAGUE.

TWO: This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for public purposes. This corporation is organized exclusively for fostering national amateur sports competition, including related educational and charitable activities, among amateur youth athletes through the development, instruction, promotion and administration of the game of soccer within the meaning of Internal Revenue Code section 501(c)(3) or the corresponding provision of any future United States internal revenue law. Despite any other provision in these articles, the corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that do not further the purposes of this corporation, and the corporation shall not carry on any other activities not permitted to be carried on by: (a) a corporation exempt from federal income tax under Internal Revenue Code section 501(c)(3) or the corresponding provision of any future United States internal revenue law, or (b) a corporation, contributions to which are deductible under Internal Revenue Code section 170(c)(2) or the corresponding provision of any future United States internal revenue law.

THREE: The name and address in this state of the corporation's initial agent for service of process is Paul M. Vuksich, 649 12th Avenue, San Francisco, California 94118.

FOUR: No substantial part of the activities of this corporation shall consist of lobbying or propaganda, or otherwise attempting to influence legislation, except as provided in Internal Revenue Code section 501(h); this corporation shall not participate or intervene in (including publishing or distribution statements) any political campaign on behalf of any candidate or public office.

FIVE: The property of this corporation is irrevocably dedicated to the purposes set forth in Article Two. No part of the net earnings of this corporation shall inure to the benefit of its directors, trustees, officers, private shareholders or members, 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 501(c)(3), Internal Revenue Code, and which has established its tax-exempt status under Revenue and Taxation Code section 23701d.

SIX: The name of the existing unincorporated association now being incorporated by the filing of these articles is San Francisco Youth Soccer.

Dated : FEBRUARY 11, 2014

Philip C. Bronson, Incorporator

DECLARATION

The undersigned declare under penalty of perjury under the laws of the State of California that they are the president and secretary, respectively, of the unincorporated association referred to in the Articles of Incorporation to which this declaration is attached, and that said association has duly authorized its incorporation by means of said articles.

Dated : FEBRUARY 11, 2014

Philip C. Bronson, President

Michael Moskowitz, Secretary