

**Articles of Incorporation
for
Pottsgrove Soccer Club, Inc.**

Pursuant to and in compliance with the provisions of the Pennsylvania Non-Profit Corporation Law of 1988, as amended, the undersigned, desiring to incorporate a non-profit corporation, hereby states that:

ARTICLE I

The name of the corporation is: Pottsgrove Soccer Club, Inc. (hereinafter referred to as "PSC").

ARTICLE II

The address of the initial registered office of PSC shall be: 2442 Welsh Drive, Pottstown, PA 19464, or such other address as shall be determined from time to time by the Board of Directors of PSC.

ARTICLE III

PSC is organized and is to be administered:

- (1) exclusively for charitable and education purposes (as provided by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code);
- (2) to provide high quality soccer competition among youth of the greater Pottsgrove, Pennsylvania area;
- (3) to provide courses, clinics, training, exhibitions, tournaments, and other educational activities for players, coaches, administrators, referees and volunteers; and
- (4) to donate funds to other organizations described in either Section 170(b)(1)(A) or Section 501(c)(3) of the Code for purposes consistent with those set forth hereinabove; and
- (5) other lawful purposes in furtherance of those charitable and educational purposes set forth hereinabove.

ARTICLE IV

PSC is organized as a non-stock corporation, and shall not have authority to issue capital stock. PSC shall have members, who shall be those persons constituting the members of the Board of Directors pursuant to the By-laws.

ARTICLE V

PSC shall be an affiliate of, and comply with the authority of the EPYSA/USYSA and the USSF.



ARTICLE VI

PSC is incorporated under the provisions of the Pennsylvania Non-Profit Corporation Law of 1988, as amended.

ARTICLE VII

The business and affairs of PSC shall be conducted, managed, and controlled by Board of Directors, who shall be selected and removed by the Board of Directors of PSC in accordance with the Bylaws and the laws of the Commonwealth of Pennsylvania.

ARTICLE VIII

These Articles shall be effective upon filing in the Department of State, Commonwealth of Pennsylvania.

ARTICLE IX

These Articles of Incorporation may be amended in the manner prescribed by statute, at the time of amendment, and all rights conferred upon members of PSC are granted subject to this reservation.

ARTICLE X

PSC does not contemplate pecuniary gain or profit, incidental or otherwise. No part of the net earnings of PSC shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that PSC 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 PSC shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and PSC 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, PSC 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 XI

PSC may be dissolved only as provided in the By-laws and under the laws of the Commonwealth of Pennsylvania. Upon dissolution, PSC 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 so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of PSC 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.

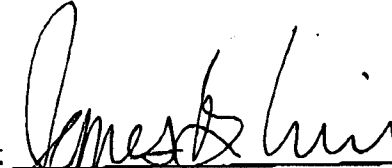
ARTICLE XII

The name and address of the sole Incorporator is:

James B. Urie
MacElree Harvey, Ltd.
17 West Miner Street
West Chester, PA 19381-0660

In Witness whereof, the undersigned incorporator has executed these Articles of Incorporation on April 18, 2007.

By: _____



James B. Urie
17 W. Miner St.
West Chester, PA 19382