

APPLICANT'S ACCT NO.

DSCB: 15-7316 (Rev. 11-72)

(Line for numbering)

Filing Fee: \$75
AIN-8
Articles of
Incorporation—
Domestic Nonprofit Corporation

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
CORPORATION BUREAU

Filed this 20th day of September 19 82

Commonwealth of Pennsylvania
Department of State

William L. Davis

Secretary of the Commonwealth

slg

(Box for Certification)

In compliance with the requirements of 15 Pa.C.S. §7316 (relating to articles of incorporation) the undersigned, desiring to be incorporated as a nonprofit corporation, hereby certifies (certify) that:

1. The name of the corporation is:

York Youth Soccer League, Inc.

2. The location and post office address of the initial registered office of the corporation in this Commonwealth is:

137 Butler Street,
(NUMBER)

(STREET)

York,
(CITY)

Pennsylvania

17403
(ZIP CODE)

3. The corporation is incorporated under the Nonprofit Corporation Law of the Commonwealth of Pennsylvania for the following purpose or purposes:

The general purpose for which the corporation is organized is to cooperate exclusively for charitable and educational purposes within the meaning of 501(c) (3) of the Internal Revenue Service Code and its obligations as they now exist or as they hereafter may be amended.

The specific and primary purpose for which the corporation is organized is to instruct, educate and train children in the York area between the ages of six and seventeen in the game of soccer. This activity is intended to lessen the burdens of the various governments in the York area by providing a recreation program for the youth of the community. This activity is also intended to promote the social welfare of the community in that it will be a deterrent to juvenile delinquency.

The corporation does not contemplate pecuniary gain or profit, individual or otherwise.

The corporation shall not unlawfully discriminate on account of the individuals race, creed, sex, or age in the carrying out of its purpose.

No part of the net earnings of the corporation shall inure to the benefit of any Director of the corporation, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no Director or officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall be the carrying on of propoganda, or otherwise attempting to influence legislation, and the corporation

~~the corporation does not contemplate pecuniary gain or profit, individual or otherwise~~

(see insert)

4. The term for which the corporation is to exist is: perpetual

5. The corporation is organized upon a nonstock basis.

6. ~~(Strike out if inapplicable) The corporation shall have no members.~~

7. ~~(Strike out if inapplicable) The incorporators constitute a majority of the members of the committee authorized to incorporate~~

(NAME OF UNINCORPORATED ASSOCIATION)

by the requisite vote required by the organic law of the association for the amendment of such organic law.

8. The name(s) and post office address(es) of each incorporator(s) is (are):

NAME

ADDRESS
(Including street and number, if any)

Thomas H. Kauffman 207 W. Walnut Street, Yoe, PA 17313

Edward X. Malloy 137 Butler Street, York, PA 17403

David F. Manchester 1360 Virginia Avenue, York, PA 17403

IN TESTIMONY WHEREOF, the incorporator(s) has (have) signed and sealed these Articles of Incorporation this 17th day of September, 19 82

David F. Manchester (SEAL)

Thomas H. Kauffman (SEAL)

Edward X. Malloy (SEAL)

INSTRUCTIONS FOR COMPLETION OF FORM:

- A. For general instructions relating to the incorporation of nonprofit corporations see 19 Pa. Code Ch. 29 (relating to nonprofit corporations generally). These instructions relate to such matters as corporate name, stated purposes, term of existence, authorized share structure, inclusion of names of first directors in the Articles of Incorporation, provisions on incorporation of unincorporated associations, etc.
- B. One or more corporations or natural persons of full age may incorporate a nonprofit corporation.
- C. If the corporation is to be organized upon a stock share basis Paragraph 5 should be modified accordingly.
- D. Optional provisions required or authorized by law may be added as Paragraphs 9, 10, 11 . . . etc.
- E. The following shall accompany this form:
 - (1) Any necessary copies of Form DSCB:17.2 (Consent to Appropriation of Name) or Form DSCB:17.3 (Consent to Use of Similar Name).
 - (2) Any necessary governmental approvals.
- F. 15 Pa.C.S. §7317 (relating to advertisement) requires that the incorporators shall advertise their intention to file or the corporation shall advertise the filing of articles of incorporation. Proofs of publication of such advertising should not be delivered to the Department, but should be filed with the minutes of the corporation.

DEPT. OF STATE
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RECEIVED

Internal Revenue Service

Date: July 29, 2004

York Youth Soccer League
c/o Frank R. Iati
672 Florida Ave
York, PA 17404

Department of the Treasury
P. O. Box 2508
Cincinnati, OH 45201

Person to Contact:
Steve Brown 31-07422
Customer Service Representative

Toll Free Telephone Number:
8:00 a.m. to 6:30 p.m. EST
877-829-5500

Fax Number:
513-263-3756

Federal Identification Number:
23-2193900

Dear Sir or Madam:

This is in response to your request of July 29, 2004, regarding your organization's tax-exempt status.

In April 1983 we issued a determination letter that recognized your organization as exempt from federal income tax. Our records indicate that your organization is currently exempt under section 501(c)(3) of the Internal Revenue Code.

Our records indicate that your organization is also classified as a public charity under section 509(a)(2) of the Internal Revenue Code.

Our records indicate that contributions to your organization are deductible under section 170 of the Code, and that you are qualified to receive tax deductible bequests, devises, transfers or gifts under section 2055, 2106 or 2522 of the Internal Revenue Code.

If you have any questions, please call us at the telephone number shown in the heading of this letter.

Sincerely,



Janna K. Skufca, Director, TE/GE
Customer Account Services

BYLAWS OF THE YORK YOUTH SOCCER LEAGUE

ARTICLE I

PURPOSES AND POWERS

These bylaws constitute the code of rules adopted by The York Youth Soccer League for the regulation and management of its affairs.

This Corporation will have the purposes or powers as may be stated in its Articles of Incorporation, and such powers as are now or may be granted hereafter by the NonProfit Corporation Law of 1972 of the Commonwealth of Pennsylvania, or any successor legislation, as long as those powers and purposes do not disqualify the Corporation from treatment by the Internal Revenue Service as a charitable organization within the meaning of 501(c)(3) of the Internal Revenue Code and its regulations.

The general purpose of this Corporation is to operate exclusively for charitable and educational purposes within the meaning of 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they hereafter may be amended.

The specific and primary purpose for which the corporation is organized is to instruct, educate and train children in the York area between the ages of six and seventeen in the game of soccer. This activity is intended to lessen the burdens of the various governments in the York area by providing a recreation program for the youth of the community. This activity is also intended to promote the

social welfare of the community in that it will be a deterrent to juvenile delinquency.

The Corporation does not contemplate pecuniary gain or profit, individual or otherwise.

The Corporation shall not unlawfully discriminate on account of any individuals race, creed, sex, or age in the carrying out of its purpose.

No part of the net earnings shall inure to the benefit of any Director of the Corporation, officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no Director or officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of progoganda, or otherwise attempting to influence legislation and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not engage in any act of self-deal-

ing as defined in Section 4941(c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent tax laws.

The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent tax laws.

Upon dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to charitable, religious, scientific, testing for public safety, literary, or educational organizations which would then qualify under the provisions of Section 501(c) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

ARTICLE II

REGISTERED OFFICE AND PRINCIPAL PLACE OF BUSINESS

The principal place of business of this Corporation and its registered office will be located at 137 Butler Street, York, Pennsylvania, 17403.

ARTICLE III

ANNUAL ORGANIZATIONAL MEETING

On the 3rd Monday of January of each calendar year the current Board of Directors, Officers, Commissioners, Coaches and Assistant Coaches shall hold an annual organizational meeting at which time they shall elect from among themselves the Board of Directors. This meeting shall take place at the Corporation's registered office. Immediately thereafter the Board of Directors shall hold their regular annual meeting at which time they shall elect officers and appoint commissioners, for the coming year.

ARTICLE IV

DIRECTORS

The Board of Directors shall consist of nine (9) members.

TERM OF DIRECTORS

The Directors which constitute the first Board of Directors as elected by the incorporators named in the Articles of Incorporation, will hold office until the third Monday of January, 1983. Thereafter, Directors will be elected for a term of one-year as aforesaid.

VACANCY ON THE BOARD

Any vacancy occurring during the term of the Board of Directors, and any directorship to be filled by reason of an increase in the number of Directors, will be filled by appointment of a majority of the Board of Directors. The new Director appointed to fill the vacancy will serve for the unexpired term of the predecessor in office.

PLACE OF DIRECTORS MEETINGS

Meetings of the Board of Directors will be held at the registered office of this corporation or at such place as the Board of Directors designates.

REGULAR AND SPECIAL MEETINGS OF THE BOARD OF DIRECTORS

The Regular annual meeting of the Board of Directors will be held immediately following the annual organizational meeting held on the third Monday of January. Additional special meetings shall be held at such times thereafter as shall be determined by the Board. Notice of all Special meetings of the Board of Directors shall be given to the Directors by ordinary mail at least five (5) days in advance thereof by the Secretary. No notice for the regular annual meeting shall be required. A majority of the Board of Directors shall constitute a quorum. The act of a majority of the Directors present shall be the act of the Board of Directors unless a greater number is required by these Bylaws or the provisions of the Non-Profit Corporation Law of 1972. At the regular annual meeting the Board of Directors shall elect officers and appoint commissioners for the coming year.

GAME RULES AND REGULATIONS

The Board of Directors shall be responsible for the adoption of the game rules and regulations. The Head Referee shall be responsible for interpreting those rules and regulations and his decision shall be final.

ARTICLE V

OFFICERS

The Officers of this Corporation will consist of the following:

1. President:

It shall be the duty of the President to preside at all meetings of this organization and perform all duties necessary to this office. The President will be the Chief Executive Officer of this Corporation and will, subject to the control of the Board of Directors supervise and control the affairs of the Corporation. The President will perform all duties incident to such office and such other duties as may be provided in these Bylaws or as may be prescribed from time to time by the Board of Directors. The President must be a member of the Board of Directors.

2. Vice President:

The Vice President will perform all duties and exercise all powers of the President when the President is absent or is otherwise unable to act. The Vice President will perform such other duties as may be prescribed from time to time by the Board of Directors. The Vice President must be a member of the Board of Directors.

3. Secretary:

The Secretary will keep minutes of all meetings of the Board of Directors, and the annual organizational meeting, will be the custodian of the corporate records, and will give notices as are required by law or by these Bylaws, and, generally, will perform all duties incident to the office of

Secretary and such other duties as may be required from time to time by the Board of Directors. The Secretary need not be a member of the Board of Directors.

4. Treasurer:

The Treasurer will have charge and custody of all funds of this Corporation, will deposit the funds as required by the Board of Directors, will keep and maintain adequate and correct accounts of the Corporation's properties and business transactions, will render reports and accounting to the Directors as required by the Board of Directors or by law, and will perform in general all duties as may be required from time to time by the Board of Directors. The Treasurer must be a member of the Board of Directors.

5. Registrar:

The Registrar will be responsible for maintaining a current roster of children eligible to participate in the program and will keep the various Commissioners up-to-date on roster additions and deletions and such other duties as may be prescribed from time to time by the Board of Directors. The Registrar need not be a member of the Board of Directors.

6. Public Relations Officer:

The Public Relations Officer shall be responsible for publicity of the corporate activities including the publication of scores and division standings in the newspapers and such other duties as may be required from time to time by the Board of Directors. The Public Relations Officer need not be

a member of the Board of Directors.

7. Commissioners:

There shall be a commissioner for each division of competition. He shall be responsible for the supervision and control of the division which he heads including the appointment of coaches and assistant coaches and such other duties as may be prescribed from time to time by the Board of Directors. All Commissioners shall be members of the Board of Directors.

8. Head Referee:

The Head Referee shall supervise, control and appoint all game referees and shall be the official rules interpreter. Any interpretation of the rules he makes shall be final and not reviewable. He shall also be responsible for other duties as may be prescribed from time to time by the Board of Directors. The Head Referee must be a member of the Board of Directors.

SELECTION OF OFFICERS

Each of the officers of this Corporation will be elected and appointed annually by the Board of Directors at the Board's regular annual meeting. Each officer will remain in office until a successor of such office has been selected and qualified.

ARTICLE VI.

AMENDMENT OF BYLAWS

The power to alter, amend, or repeal these Bylaws, or to adopt new Bylaws, is vested in the Board of Directors. A

two-thirds vote of the entire Board and not two-thirds of the members of the Board voting shall be required to alter, amend, repeal or adopt new Bylaws.

ARTICLE VII

BANK ACCOUNT

The Corporation shall be authorized to open and maintain a checking account at the direction of the Board of Directors. All checks on this account must be signed by the President and Treasurer.

ADOPTION OF BYLAWS

ADOPTED unanimously by the incorporators by resolution on *Oct. 7*, 1982,
at York, Pennsylvania.