

The Commonwealth of Massachusetts

MICHAEL JOSEPH CONNOLLY

Secretary of State

ONE ASHBURTON PLACE, BOSTON, MASS. 02108

ARTICLES OF ORGANIZATION

(Under G.L. Ch. 180)

Incorporators

NAME	RESIDENCE
<i>Include given name in full in case of natural persons; in case of a corporation, give state of incorporation.</i>	
John C. Lanni	42 Julia Street, Malden, Mass. 02148
John E. McDonald	16 Alpine Street, Malden, Mass. 02148
Robert Richard	257 Ferry Street, Malden, Mass. 02148
Joseph A. Ferrara	35 Perkins Avenue, Malden, Mass. 02148

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The above named incorporator(s) do hereby associate (themselves) with the intention of forming a corporation under the provisions of General Laws, Chapter 180 and hereby state(s):

1. The name by which the corporation shall be known is:

MALDEN YOUTH SOCCER ASSOCIATION, INC.

2. The purposes for which the corporation is formed is as follows:

To establish, promote, and support a soccer program for the young people of the City of Malden, Massachusetts; to provide instruction and coaching in the fundamentals of the sport of soccer; to schedule competitions on both intracity and intercity levels; to inform the public of the activities of the Association; to create the best possible rapport between members of the soccer program and agencies of the City of Malden involved with youth and/or athletic activities; to promote involvement in soccer related activities; to assist in the development of good, decent, healthy, hardworking, respectful, and worthy young people; to provide training, programs, activities, employment, and involvement in soccer programs; to grant scholarships, loans or otherwise financially aid student-athletes or their parents or guardians for educational purposes.

SEE CONTINUATION SHEET 2A

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Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on separate 8 1/2 x 11 sheets of paper leaving a left hand margin of at least 1 inch for binding. Additions to more than one article may be continued on a single sheet so long as each article requiring each such addition is clearly indicated.

3. If the corporation has more than one class of members, the designation of such classes, the manner of election or appointment, the duration of membership and the qualification and rights, including voting rights, of the members of each class, are as follows:

Not Applicable

- *4. Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or members, or of any class of members, are as follows:-

- (a). No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, 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 the purposes set forth in Article 2 hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation and the corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, 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 the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

SEE CONTINUATION SHEET 4A

CONTINUATION SHEET 4A

- (b). 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, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation 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.
- (c). Except as otherwise required by law, this agreement of association may from time to time be amended by the affirmative vote of at least a majority of the officers, directors and members of the corporation; provided that no amendment shall authorize or permit the corporation to be operated otherwise than exclusively for charitable, scientific, literary or educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954 as amended, or the corresponding section of subsequent Federal revenue laws which may hereinafter be in effect.
- (d). Effective upon such date as shall be set by vote at a meeting of the members, which shall be held within a reasonable time after the completion of the organization of the Corporation, the officers and directors shall thereafter consist of the original officers and directors and persons who are from time to time officers and directors of the Corporation.

CONTINUATION SHEET 2A

To carry on in connection with the foregoing, any other business advantageous to the business of the corporation, and, in general, to do and perform every other act and thing and carry on every other business whatsoever, convenience or proper for the accomplishment of said purposes, including without limitation, the power to hold, purchase, own, use, manage, operate, lease, improve, license, mortgage, sell, take by grant, gift, or devise, dispose of or otherwise deal with real estate and personal property of any nature or any interest therein, without limit as to amount or value, reasonably necessary or convenient for effecting or furthering any or all of the purposes of the corporation.

The corporation is organized exclusively for charitable and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code of 1954; and to exercise all powers granted to corporations governed by the provisions of Chapter 180 of the Mass. General Laws.

The corporation may solicit and receive contributions of time and/or money or any and every type of property, real, personal or mixed, from any and all sources and may receive and hold, in trust or otherwise, funds received by gift or bequest.

5. By-laws of the corporation have been duly adopted and the initial directors, president, treasurer and clerk or other presiding, financial or recording officers whose names are set out below, have been duly elected.
6. The effective date of organization of the corporation shall be the date of filing with the Secretary of the Commonwealth or if later date is desired, specify date. (not more than 30 days after date of filing).
7. The following information shall not for any purpose be treated as a permanent part of the Articles of Organization of the corporation.

a. The post office address of the initial principal office of the corporation in Massachusetts is:

Malden Youth Soccer Association, Inc.
42 Julia Street
Malden, Massachusetts, 02148

b. The name, residence, and post office address of each of the initial directors and following officers of the corporation are as follows:

NAME	RESIDENCE	POST OFFICE ADDRESS
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President: John C. Lanni 42 Julia Street Malden, Mass. 02148

Treasurer: John E. McDonald 16 Alpine Street Malden, Mass. 02148

Clerk: Joseph M. Daly, Jr. 79 Linden Street Everett, Mass. 02149

Directors: (or officers having the powers of directors)

Joseph A. Ferrara	35 Perkins Avenue, Malden, Mass. 02148
Robert Richard	257 Ferry Street, Malden, Mass. 02148
Robert Patrie, Jr.	753A Woburn Street, Wilmington, Mass. 01887
Anthony Chiccuarelli	254 Malden Street, Malden, Mass. 02148
Paul Patrie	31 Tremont Street, Malden, Mass. 02148

c. The date initially adopted on which the corporation's fiscal year ends is:

December 31,

d. The date initially fixed in the by-laws for the annual meeting of members of the corporation is:

last Monday in February

e. The name and business address of the resident agent, if any, of the corporation is:

none

IN WITNESS WHEREOF, and under the penalties of perjury the INCORPORATOR(S) sign(s) these Articles of Organization this 11th day of April 1984

I/We the below signed INCORPORATORS do hereby certify under the pains and penalties of perjury that I/We have not been convicted of any crimes relating to alcohol or gaming within the past ten years; I/We do hereby further certify that to the best of my/our knowledge the above named principal officers have not been similarly convicted. If so convicted, explain.

John C. Lanni *Joseph A. Ferrara*
John E. McDonald
Robert Richard

The signature of each incorporator which is not a natural person must be by an individual who shall show the capacity in which he acts and by signing shall represent under the penalties of perjury that he is duly authorized on its behalf to sign these Articles of Organization.

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CORPORATION DIVISION

THE COMMONWEALTH OF MASSACHUSETTS

**ARTICLES OF ORGANIZATION
GENERAL LAWS, CHAPTER 180**

I hereby certify that, upon an examination of the within-written articles of organization, duly submitted to me, it appears that the provisions of the General Laws relative to the organization of corporations have been complied with, and I hereby approve said articles; and the filing fee in the amount of \$30.00 having been paid, said articles are deemed to have been filed with me this 1st day of May 1984.

Effective date

Michael Joseph Connolly
MICHAEL JOSEPH CONNOLLY
Secretary of State

A TRUE COPY ATTEST
William Francis Galvin
WILLIAM FRANCIS GALVIN
SECRETARY OF THE COMMONWEALTH
DATE 10-19-89 CLERK AGS

**TO BE FILLED IN BY CORPORATION
PHOTO COPY OF ARTICLES OF ORGANIZATION TO BE SENT**

TO: JAMES M HENNESSEY, ESQ
102 MAIN STREET
MALDEN MA 02148
Telephone 324-6580

Filing Fee \$30.00

Copy Mailed

MAY 11 1984