

ARTICLES OF ASSOCIATION
OF
The Revolution Soccer Club
Doing Business As
The Austin Texans Soccer Club
A Texas Non-Profit Association

We, the undersigned natural persons over the age of 18, adopt the following Articles of Association of The Revolution Soccer Club, doing business as Austin Texans Soccer Club.

ARTICLE 1
Name

The name of the Association is The Revolution Soccer Club, doing business as Austin Texans Soccer Club.

ARTICLE 2
Purposes

The Association is organized exclusively for charitable, educational, religious or scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding section of any future federal tax code.)

ARTICLE 3
Nonprofit Association

The Association is a nonprofit association formed pursuant to the Texas Uniform Unincorporated Nonprofit Association Act (TEX. REV. CIV. STAT. art. 1396 - 70.01 et seq.) Upon dissolution of the Association, all of its assets will be distributed to an organization exempt from taxes under Internal Revenue Code Section 501 (c)(3).

ARTICLE 4

Duration

The Association will continue until dissolved by a majority vote of the members or by operation of law.

ARTICLE 5 Association Address

The mailing address of the Association is: Austin Texans Soccer Club, P.O. Box 1404 Pflugerville, Texas 78691. The Association may establish such offices as the Board of Directors deems appropriate. The address of the Association may be changed at any time by a vote of the Board of Directors.

ARTICLE 6 Powers

Except as these Articles may otherwise provide, the Association has all the powers provided in the Texas Uniform Unincorporated Nonprofit Association Act.

ARTICLE 7 Restrictions

No part of the net earnings of the Association shall inure to the benefit of, or be distributable to, its members, trustees, directors, officers, or other private persons, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of section 501(c)(3) purposes.

No substantial part of the activities of the Association shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Association 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, the Association shall not carry on any other activities not permitted to be carried on by an Association exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding section of any future Federal tax code.)

Upon dissolution of this Association, assets shall be distributed for one or more

exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code) or shall be distributed to the Federal, State, or Local Government for a public purpose.

The Association may not take any action prohibited by the Texas Non-Profit Association Act.

ARTICLE 8

Membership

The members of the Association are each player, or the player's representative, on a Dallas Texans, Austin Division soccer team and the board of directors.

ARTICLE 9

Board of Directors

A Board of Directors elected and with terms of office in accordance with the requirements and procedure set forth in the Bylaws, is responsible for the management of the Association. The initial number of Directors shall be 13.

The Board shall select a chief executive and may designate such other positions, including non-voting advisory positions, as considered necessary for the effective management of the Association.

The number of members of the Board of Directors may be increased or reduced by a majority vote of the board of directors.

ARTICLE 10

Required Books and Records

The Association shall keep correct and complete books and records of account for at least three years after the end of each fiscal year. The books and records will include:

1. Articles of Association, Articles of Amendment, Bylaws, and other policies, procedures, and rules adopted by the Association.
2. Minutes of the meetings of the Board of Directors.
3. A list of the names, telephone numbers, and addresses of the members of the

Association.

4. Financial records reflecting the source and use of all funds received by the Association.
5. Resolutions of the Association.
6. All contracts, agreements, and correspondence relating to the business of the Association.

ARTICLE 11

Construction

References in these Articles to statutes, regulations, or other sources of legal authority refer to the authorities cited, or their successors, as they may be amended from time to time.

These Articles of Association are adopted this _____ day of Nov, 2011.

Representative
Austin Texans Soccer Club

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