

**RESOLUTION OF
SOCCER DEVELOPMENT GROUP, LLC**

The undersigned, being the Manager and Members of SOCCER DEVELOPMENT GROUP, LLC, a Florida limited liability company, duly organized and existing under and by virtue of the laws of the State of Florida, (the "Company"), by signatures hereto consents to, approves and adopts the following corporate acts:

BE IT HEREBY RESOLVED, that pursuant to Section 10.10 of the Operating Agreement, the Manager shall amend Exhibit A as follows, and the chart in Exhibit A of the Operating Agreement shall be replaced with the following chart:

Initial Members	Voting Units	Percentage of Profit Interest
US Soccer Enterprise LLC	22.3	22.3%
ALMD Soccer LLC	8.5	8.5%
Seed & Gold LLC	5.0	5.0%
Elkun LLC	2.5	2.5%
Rotar LLC	7.7	7.7%
Abremu LLC	7.5	7.5%
Liora LLC	5	5%
Soccer Experts LLC	5	5%
MVM Venture Partners, LLC	36.5	36.5%
TOTAL	100	100%

BE IT HEREBY RESOLVED, that as required under Section 10 of the Operating Agreement, executed on or about April 1, 2014, the Manager consents to the change in Exhibit A.

FURTHER RESOLVED, that the Manager hereby waives the conditions set forth in Section 10.2 for the change in Exhibit A.

FURTHER RESOLVED, that in exchange for the percentage of profit interest, voting units and other good and valuable consideration, the companies named above as Members, in Exhibit A, hereby covenant and agree to be bound by all the provisions of the Operating Agreement

NOW, THEREFORE, be it resolved that the Manager is hereby authorized and instructed, to do whatever may be necessary and appropriate to carry into effect this Resolution.

The foregoing Resolution was adopted and held in accordance with the laws of said Company and that said Resolution has not been modified, rescinded or countermanded as of the date hereof.

DATED at Miami, Dade County, Florida, this 21st day of March, 2017.

CORPORATE SEAL

MANAGERS:

**US SOCCER ENTERPRISE, LLC,
a Florida limited liability company**

By: _____
Name: _____
Title: _____

Agreed and Accepted by the Members:

US Soccer Enterprise LLC

By: _____
Name: _____
Title: _____

ALMD Soccer LLC

By: _____
Name: _____
Title: _____

Seed & Gold LLC

By: _____
Name: _____
Title: _____

Elkun LLC

By: _____
Name: _____
Title: _____

Rotar LLC

By: _____
Name: _____
Title: _____

Abremu LLC

By: _____

Name: _____

Title: _____

Liora LLC

By: _____

Name: _____

Title: _____

Soccer Experts LLC

By: _____

Name: _____

Title: _____

MVM Venture Capital LLC

By: _____

Name: _____

Title: _____

Soccer Development Group LLC,

New members experience

Company: US Soccer Enterprise LLC

Manager of Soccer Development Group

It is important to emphasize that with the new shareholder structure; the management of Soccer Development Group remains the same. Daniel Rotsztain has transferred his shareholding to his company US Soccer Enterprise from which he is even looking to increase his capital in SDG. US Soccer Enterprise is the managing entity of SDG and the responsible for the business operations.

Owners: Daniel Rotsztain – Gustavo Bolado
BIOS

NAME: Jorge Daniel Rotsztain
NATIONALITY: Argentinean
DATE OF BIRTH: Jun 7, 1962
PHONE: (305) 527-1291
EMAIL: danielr@bocasoccerschools.com

PROFESIONAL CREDENTIALS

Master in Computer Science –. 5-years degree.
Universidad de Belgrano – Buenos Aires – Argentina 1981 - 1986

- Languages: native Spanish, fluency in English.
- Strategic Marketing at the World Trade Institute in NYC
- Member of the board of directors of Foundation Pardes - Argentina
- Speaker in more than 45 Internet conferences
- Writer of more than 30 articles in specialized internet magazines and news papers
- Author of the book *Y ahora que?* Published by Santillana Editors.
- Sports: Tennis, soccer
- Married, three children

SUMMARY OF EXPERTICE

- Business Development
- Strategic Marketing
- Strategic Planning
- Information Technology

RELEVANT BUSINESS AND WORK EXPERIENCE

2010 to Present: Soccer Complex and Soccer Academies:

Soccer Development Group LLC.

General Manager

GRUN FUTBOL: www.grunfc.com.ar

EL PARQUE FUTBOL: www.elparquefutbol.com.ar

Partner

SALGUERO FUTBOL: www.salguerofutbol.com.ar

Advisor and investor

Xerox Services www.xerox.com

*VP of Sales South America
Government Solutions Group
To 12/2012*

07/2010 –

GCG – GLOBAL CONSULTING GROUP INC. www.gcgusa.com

Director

08/2001-11/2008

EL SITIO INC. www.elsitio.com

*First Latin American Internet Web Site (Went public in NASDAQ in 1999)
Member of the Executive Committee*

09/1998-02/2001

EVP and COO

09/1998-02/2001

GTECH FOREIGN HOLDING CORPORATION www.gtech.com

Latin America Regional Director and Country Manager -Argentina

1995-1998

IMPSAT CORP. www.impsat.com

Strategic marketing executive

1994-1995

NAME: Gustavo Daniel Bolado
NATIONALITY: Argentinean
DATE OF BIRTH: September 6, 1964
PHONE: (954) 999-6085
EMAIL: construcomusa@hotmail.com

PROFESSIONAL CREDENTIALS

Argentine Licensed Architect Diploma / B.A.- M.Arch 6-years degree

Major: Architecture & Planning

Universidad de Buenos Aires (U.B.A.) 1983 / 1988

Bio-environmental Architecture & Solar Energy

Universidad de Buenos Aires (U.B.A.) - 1990

SUMMARY OF EXPERTISE

- Project Planning, Monitoring & Evaluation
- Architectural Design & Planning
- Project Management for Design & Construction
- Sport Facilities
- Education & Health Facilities
- Housing
- Commercial

SUMMARY OF RELEVANT WORK EXPERIENCE

2005 – Present - ConstrukomUSA, Corp / Plana International, Jaime Plana, AIA, Architect.

- **General Manager - Project, Design & Analysis of Investment in Florida, USA.**
- North Miami Beach, Single Family Residence.
- North Miami Beach, Town Homes Complex
- North Miami Beach, Office Building
- Miami Gardens Convention Center, 135,000 Sq.Ft., 1700 people Auditorium
- CTP Headquarter, 300,000 Sq.Ft. / 17 Acres

1994 – 2004 – Jaime Lande & Asociados S.A.

Project Manager – Managed design and construction of Government Buildings, Educational, Infrastructure, high-end corporate, commercial and retail projects, including financial institutions, residential and affordable housing. Responsibilities included project administration, feasibility studies and site analysis, construction budgeting and scheduling, consultants coordination, construction documents coordination, safety code and specification review and implementation, bid analysis and award, change orders and shop drawing processing, and project team supervision. Coordinate consultant documents for MEP, structure, lighting, power and communications. Administered Construction contracts, implemented quality control, monitored construction progress and issued final fit-out report for move-in.

- **Córdoba International Airport, Aeropuertos 2000.**
Platform of Aerial Bearing, Interior Circulations, Road infrastructure. Bid engineering & Master Project.
- **Ministerial Administrative Center Government of the Province of Neuquén..**
Execution of the Master Plan of Outer Works. Bid Architecture and Engineering. Project of Architecture & Engineering. Construction documents. Architecture and Engineering Details. Urban Infrastructure. Covered Area: 300,000 Sq.Ft, Lot Size: 43,25 Acres.
- **Anchorena Hospital**

Structural Verification of Existing Building. Structural Recycling. Engineering of Project of New Buildings. Covered Area: 160,000 Sq.Ft.

- **El Bolson Dam & Complimentary Aqueduct.** Provincia de Catamarca
Bid Architecture and Engineering. Project of Architecture & Engineering. Construction documents. Capacity of Dam 38,90 Hm³, 130 km of Aqueducts

Project Manager, Design Architect, Construction Manager.

- **Citibank Global Costumers Bank.**
Interphase with existing building (ex- Kodak) and verification for new destiny.
- **Honorable Senate of the Nation.** Argentinian Government.
Structural recycling and change assignments Floors 4° and 5°.
Area: 80,000 Sq.Ft.
- **Centro Universitario Regional Norte, Universidad Nacional de Buenos Aires.**
Bid Architecture and Engineering. Project of Architecture & Engineering. Constructive documentation. Architecture and Engineering Details. Urban Infrastructure.
Covered Area: 150,000 Sq.Ft.
- **Centro Universitario Regional Sur, Universidad Nacional de Buenos Aires.**
Bid Architecture and Engineering. Project of Architecture & Engineering. Construction documents. Architecture and Engineering Details. Urban Infrastructure.
Covered Area: 152,000 Sq.Ft.
- **Ciudad Universitaria de la Ciencia y de la Técnica de La Rioja.** – La Rioja University, Campus.
Bid Architecture and Engineering. Project of Architecture & Engineering. Construction documents. Architecture and Engineering Details. Urban Infrastructure. Final Design.
Sport Campus Design (10 Has.) Professional Soccer Field, . Road Infrastructure. Laboratories Design. Equipment Project.
Covered Area: 450,000 Sq.Ft. Lot Size: 57,57 Acres.
- **La Plata City Stadium (Soccer) Goverment of Buenos Aires**
Bid Architecture and Engineering. Project of Architecture & Engineering. Construction documents. Architecture and Engineering Details.
Stadium Capacity: 50.000 spectators.

1988-1989 - Metropolitana Milanesa (Milán) - Intermetro (Roma) - Intertrade (Buenos Aires)

Project of Extension and Modernization Line “A”, of Subterraneans, City of Buenos Aires.
Design Architect - Member of Design Team.

Company: MVM Venture Partners, LLC

Owner: Tony Azar

Bio: Tony is the Chief Executive Officer of MACC Venture Partners. His focus is on acquisitions, repositioning, and management of all real estate holdings and projects. Tony manages and oversees the complete process of identifying, analyzing, acquiring, managing, marketing, and syndicating all properties. Tony started in Real Estate in 2003 and has a history of success as an entrepreneur.

In 2009, Tony launched Capstone MultiFamily Group, a family-operated property management firm that owns and manages over 4,000 units consisting of apartment and office complexes in over 15 markets throughout the Southeast. Tony attended North Carolina State University and the University of North Carolina in Charlotte where he studied Electrical Engineering, Analysis & Design (EAD).

Website: www.maccvp.com

Company: ALMD Soccer LLC.

Owner: Jonathan Ansa

Bio: The principal members, had more than 15 years of experience in developing and operating soccer complex and soccer schools.

Follow the description of the complex.

1- Urquiza Futbol:

Years of operation: from 2012 up to date.

Infrastructure: 6 outdoor soccer fields, restaurant, locker rooms, proshop.

Activities and services offered: Field rents, tournaments, birthday parties, soccer schools, summer camps

Location: City of Buenos Aires

Web page: www.urquizafutbol.com.ar

Annual revenues: **\$8.400.000** (argentine pesos)

4 tournament per year with average 50 teams per tournament

2 tournament per week with average 10 teams per tournament

Average of 600 hours per month on field rent

Average of 350 children on summer camps.

Soccer Schools: 200 players per month.

Birthday parties: 14 per month.

Disabled Soccer School (blind players): 40 players per month (no charge for this school)

2- Abasto Futbol:

Years or operation: from **2011** up to date.

Infrastructure: 6 outdoor soccer fields, restaurant, locker rooms, proshop.

Activities and services offered: Field rents, tournaments, birthday parties, soccer schools, summer camps, meeting rooms.

Location: City of Buenos Aires

Web page: www.salguerofutbol.com.ar

Annual revenues: **\$9.000.000** (argentine pesos)

4 tournament per year with average 50 teams per tournament

2 tournament per week with average 10 teams per tournament

Average of 720 hours per month on field rent

Average of 250 children on summer camps.

Soccer Schools: 270 players per month.

Birthday parties: 11 per month.

Disabled Soccer School (blind players): 20 players per month (no charge for this school)

3- Oeste Futbol:

Will be open on May 2015

10 soccer fields, restaurant, pro shop, locker rooms.

Web page: under construction.

Company: Abremu LLC.

Owner: Paulo Galinsky

Bio: Paulo lives in Argentina, he has been working in soccer related business for many years and is professional soccer player's agent, representing some of the most famous players in Argentina.

Company: Elkun LLC.

Owner: Gonzalo Fiure

Bio: Gonzalo lives in Miami, he has been working in Fox Latino America for the last 10 years. He is in charge of commercial relation and one of his responsibilities is in sports areas, focused on soccer.