



FRANCHISE INFORMATION OVERVIEW



United Soccer Leagues

Founded in 1986, United Soccer Leagues has become the largest organization of elite-level soccer leagues in North America by building on the vision, commitment, and passion of players, fans and investors. Now in its third decade of operation, USL continues to be a driving force in the growth of soccer in the United States, Canada and Caribbean. USL provides a clearly defined path for the progression of male and female soccer players beginning at the youth level, continuing up through the amateur level and on up to the professional level. A platform for countless players to reach for their dreams each year, USL is devoted to developing the sport at the grassroots level in every community across the region.

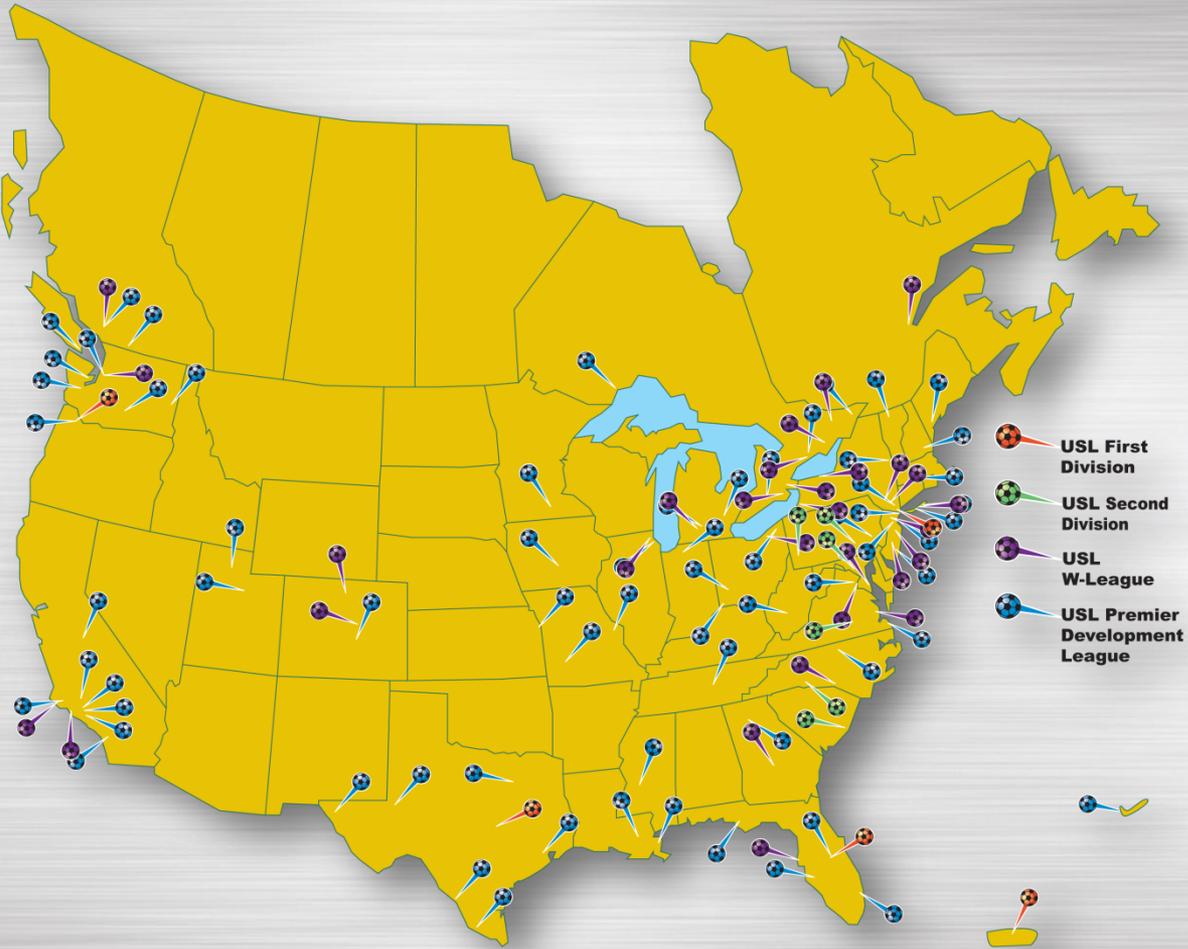
United Soccer League Properties:

- USL First Division
- USL Second Division
- USL Premier Development League
- USL W-League
- USL Super 20-League
- USL Super Y-League





Covering North America





USL Professional Leagues

Current Member Teams



USL First Division

USL's highest level of men's professional soccer in the US, Canada and the Caribbean, the USL First Division has featured world-class players from more than 35 countries. For the 2010 season, teams are competing in the United States Soccer Federation D-2 Pro League. USL intends to apply for sanctioning for USL-1 for the 2011 season. USSF D-2 Pro League clubs will also compete in premier domestic and international tournaments and exhibitions such as the Lamar Hunt US Open Cup, CONCACAF Champions League, Nutrilite Canadian Championship and Caribbean Championship.

USL Second Division

Now in its 16th season, the USL Second Division is the longest-running professional soccer league in North America. The proving ground for men's professional soccer in the United States and Caribbean, USL-2 features future stars and elite players from throughout the world aspiring to play at the highest level in North America and abroad. In addition to league play, USL-2 teams compete in the Lamar Hunt U.S. Open Cup as well as various domestic and international exhibitions.



USL I-League

The I-League is a national indoor soccer league that features an economically viable model for team owners. Set to debut in 2011, the I-League will offer high-level professional indoor soccer in regionalized divisions. The launch of the I-League is the initial phase of USL's efforts to build the soccer pyramid to meet the growing demands of the indoor game.





USL Premier Development League

The top U23 men's league in North America, the USL Premier Development League (PDL) features 68 teams within four conferences across the United States and Canada. The PDL season consists of 16 regular season matches for each team, eight home and eight away. The PDL provides elite collegiate players the opportunity to taste a higher level of competition while maintaining their eligibility. In addition to league play, PDL teams compete in the Lamar Hunt U.S. Open Cup as well as various exhibitions. The USL Premier Development League has proven to be an important stepping stone for top professionals now playing around the world.



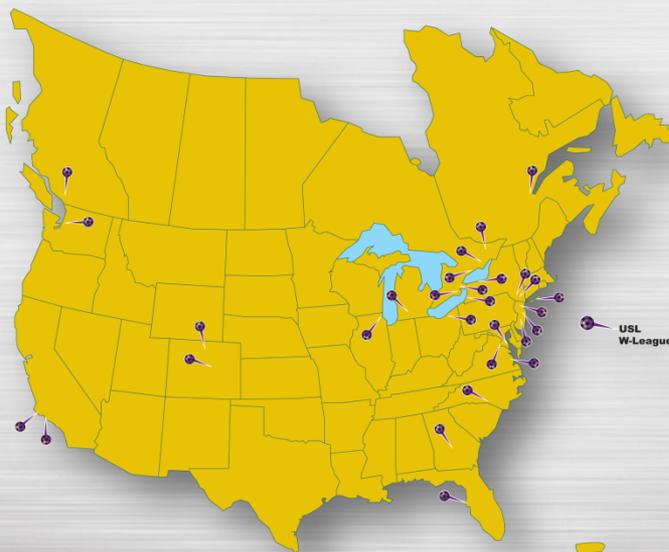
2010 Season Franchises

Abbotsford Mariners	Mississippi Brilla
Albany	MPS Portland Phoenix
Atlanta Blackhawks	Nashville Metros
Baton Rouge Capitals	New Hampshire Phantoms
Bermuda Hogges	New Jersey Rangers
Brooklyn Knights	New Orleans Jesters
BYU Cougars	Northern Virginia Royals
Carolina Dynamo	Ocean City
Central Florida Kraze	Ogden Outlaws
Central Jersey Spartans	Orange County Blue Star
Chicago Fire	Ottawa Fury
Cincinnati Kings	Panama City Pirates
Cleveland Internationals	Portland Timers U23
Dayton Dutch Lions	Reading Rage
Des Moines Menace	Real Colorado Foxes
DFW Tornados	Rio Grande Valley Bravos*
El Paso Patriots	Rochester
Forest City London	Southern California Seahorses
Fort Lauderdale	Spokane Spiders
Fresno Fuego	Springfield Demize
Hampton Roads Piranhas	St. Louis Lions
Hollywood United Hitmen*	Tacoma Tide
Houston Leones	Thunder Bay Chill
IMG Bradenton Academics	Toronto Lynx
Indiana Invaders	Vancouver Whitecaps Residency*
Ironbound Express	Ventura County Fusion
Kalamazoo Outrage	Vermont Voltage
Kansas City Brass	Victoria Highlanders
Kitsap Pumas*	Washington Crossfire
Lancaster Rattlers	West Texas United Sockers
Laredo Heat	West Virginia Chaos
Long Island Rough Riders	Westchester Flames
Los Angeles Legends	Western Mass Pioneers
Michigan Bucks	Yakima Reds



USL W-League

The first and longest-standing women's league in North America, the W-League is USL's highest level of women's soccer in the United States and Canada. The 2010 USL W-League campaign features 30 teams in three regional conferences playing 10 or 12 regular season matches. In addition to featuring international and professional stars, elite amateur players have the opportunity to compete on amateur teams in the league while maintaining their collegiate eligibility. The league is recognized throughout the world for providing superior competition for female players, while offering affordable family entertainment for fans across North America.



2010 Season Franchises

Atlanta Silverbacks	New Jersey Wildcats
Buffalo Flash	New York Magic
Charlotte Lady Eagles	NJ Rangers
Chicago Red Eleven	Northern Virginia Majestics
Cleveland Internationals	Ottawa Fury
Colorado Force	Pali Blues
Colorado Rush	Quebec City Admiral
Hamilton Avalanche	Rochester Ravens
Hampton Roads Piranhas	Santa Clarita Blue Heat
Hudson Valley Quickstrike Lady Blues	Seattle Sounders
Kalamazoo Outrage	Tampa Bay Hellenic
Laval Comets	Toronto Lady Lynx
London Gryphons	Vancouver Whitecaps
Long Island Rough Riders	Washington Freedom



Super-20 League



As the only U20 men's and women's North American amateur league, the USL Super-20 League provided the platform for top 17-20 year olds in the United States and Canada to compete at the elite level. While serving as a reserve team system for many W-League and Premier Development League teams, the USL Super-20 League features teams competing in regional divisions, consisting of 8-10 regular season matches throughout the summer months.



2010 Season Participants

Alpharetta United	Kings Soccer Academy	Princeton Soccer
Beachside SC	LA Galaxy	PSG Spartans
Black Watch SC	Lancaster Rattlers	Reading United AC
Brooklyn Knights	Match Fit Chelsea	Real Maryland F.C.
Chicago Fire	Meck Union Futbol Club	Seacoast United
Chivas USA	MPS Bulldogs	Southern California Seahorses
Cincinnati United Premier	MPS Portland	Southern Maryland FC
City Islanders Academy	NJ Rangers FC	Super Nova FC
Crew Juniors	Northern Virginia Royals	SUSA
DC United	NOVA FC	TKO Premier
Eastern FC	Ocean City FC	Toronto Lynx Jrs.
FASA	Parsippany SC	Triangle FC
FC Harlem	Perugia Grifos	TSF Academy
FCNY	Portland Phoenix Reserves	Washington Freedom
Ironbound SC	Potomac SC	Westchester Flames
Jersey Knights	Poway Vaqueros	Western Mass Pioneers



Super Y-League



Founded in 1999, the Super Y-League is dedicated to the progression of future professional players. Averaging 700 teams since 2004, the Super Y-League has steered the course for development of elite clubs, players, and coaches. Affiliated with US Soccer, the Super Y-League ODP Program has opened countless doors for players to be identified for U.S. National Team Programs. The Super Y-League contains the youth academies of Major League Soccer clubs, the USL professional league, USL Pro Championship clubs, Premier Development League and W-League clubs.



2010 Season Participants

Abbotsford Mariners	Indiana Invaders	Northern Virginia Majestics	Schulz Academy – PDL
Alliance Academy	Ironbound SC	Northern Virginia Royals	Seacoast United
Atlanta Fire United	Kendall SC	NOVA FC	Seacoast United Wanderers
Blackwatch SC	Kings Soccer Academy	Ocean City FC	Southern Maryland FC
Brooklyn Knights	London Gryphons	Ottawa Fury	Super Nova FC
Chicago Fire	Long Island Rough Riders	Parsippany SC	Tampa Bay Premier
Chicago Fire Juniors – Michigan	Match Fit Chelsea	Perugia Grifos	Thompson - Okanagan FC
Chicago Magic	Mequon United	Plantation FC	TKO Premier SC
City Islanders Academy	Mountain FC	Princeton Soccer	Toronto Lynx Jrs.
Cleveland Internationals	MPS Bulldogs/Renegades	PSG Spartans	Triangle FC
Coastal FC	MPS Crusaders/ Lady Crusaders	Quickstrike FC	TSF Academy
Coquitlam Metro-Ford Soccer Club	MPS Knights/Lady Knights	Rage SC	Washington Freedom
FASA	MPS Portland Phoenix	Real Maryland F.C.	Wellington Wave Soccer Club
FCNY	New Jersey Stallions	Revolution Football Club	West Coast Capitals
Florida Soccer Alliance	NJ Rangers FC	Richmond Kickers	West Pines United
Fort Wayne Fever	Nordic Soccer Club	Schulz Academy	Westchester Flames



USL Stadium Development

USL led the path for soccer-specific stadium development in the United States when the Charleston Battery completed **Blackbaud Stadium** in 1999. The stadium became the first privately-funded, soccer-specific stadium in the United States. Styled after the classic English soccer experience, the stadium seats 5,100 and offers fans an unmatched environment with superb sight-lines, concessions, a children's interactive soccer theme park, and even a plush English-styled pub, *The Three Lions Pub*.

Over the past decade, numerous stadiums have risen from USL franchises across North America. Converted baseball stadiums such as **Juan Ramon Loubriel Stadium** in Bayamon, Puerto Rico and **PGE Park** in Portland, Oregon host dozens of soccer matches and other community events throughout the year. **Macpherson Stadium**, in Greensboro, NC, plays home to 1,600 fans for the PDL's Carolina Dynamo.



Blackbaud Stadium is home of the Charleston Battery



MacPherson Stadium, home of the PDL's Carolina Dynamo, seats 1600 fans.



Soccer in the Community

- A USL Franchise provides a platform for community development.
- Soccer provides affordable, exciting entertainment to families and soccer enthusiasts.
- Many USL franchises operate grassroots camp initiatives.
- A USL franchise can assist local organizations in game awareness to increase participation numbers.
- Fan supporters clubs can provide an excellent platform to develop community and franchise awareness.





fan (fān)

n. An ardent devotee; an enthusiast.



USL's structure provides affordable family entertainment to cities and towns across North America. Over 1 million attended USL matches in 2009. Thousands more watched USL Friday Night Soccer on Fox Soccer Channel and USL Live. With soccer participation rapidly growing in North America, more stadiums being built, and many matches available live from multiple cable carriers, the popularity of soccer continues to grow.



Soccer in the United States

US SOCCER NATIONAL TEAMS PROGRAMS



US Men's National Team Programs



US Women's National Team Programs

PROFESSIONAL SOCCER



Major League Soccer



Women's Professional Soccer



USL First Division



USL Second Division



AMATEUR SOCCER



Premier Development League



W-League

YOUTH SOCCER



Super Y-League



Super-20 League

US Club Soccer

US Youth Soccer

AYSO

SAY

USSSA



Relationship with US Soccer Federation

As the governing body of soccer in all its forms in the United States, U.S. Soccer has helped chart the course for the sport in the USA for more than 90 years. In this time, the Federation's mission statement has been very simple and very clear: to make soccer, in all its forms, a preeminent sport in the United States and to continue the development of soccer at all recreational and competitive levels.

United Soccer Leagues has maintained a longstanding relationship with US Soccer to aid the development of the sport at every level; men's, women's and youth. Each USL league is affiliated with US Soccer and league executives are **deeply involved in shaping the direction and governance of the sport in the United States** through its participation on its Boards of Directors, Committees, and Task Forces.

USL also has formal relationships with the Canadian Soccer Association, Puerto Rican Football Association and the Bermuda Football Association.





Professional Soccer in the United States



Major League Soccer (MLS), first division men's professional soccer in the United States, is an integral part of the development of the sport in North America. USL management maintains a working relationship with MLS. Some USL franchises have formal relationships with respective MLS franchises, which include:

- Player loans
- Player development
- Cooperative marketing / ticket sales
- Exhibition matches
- Youth development (Super Y- & Super-20 League)
- Franchise partnerships

Both USL and MLS represent the Professional Council of US Soccer and are committed to fostering the growth and development of the sport at all levels.



Women's Professional Soccer (WPS), first division women's professional soccer in the United States, launched their inaugural season in 2009. USL management maintains a working relationship with WPS. Some USL franchises have developed formal relationships with respective WPS franchises, which include:

- Player development
- Cooperative marketing / ticket sales
- Exhibition matches
- Youth development (Super Y- & Super-20 League)
- Franchise partnerships
- Player identification

USL and WPS and are committed to fostering the growth and development of the women's game throughout the world.



US Soccer Open Cup

Dating back to 1914, the Lamar Hunt U.S. Open Cup is the oldest cup competition in United States soccer and is among the oldest in the world. Open to all affiliated amateur and professional teams in the United States, the annual U.S. Open Cup is entering its 97th tournament in 2010. All U.S. based USL First Division, USL Second Division, and Premier Development League teams compete in the U.S. Open Cup.



The USL First Division Charleston Battery fell 2-1 against DC United (MLS) in the US Soccer Open Cup Final in 2008.



CONCACAF Champions League

The CONCACAF Champions League, established in 2008, replaced the Champions' Cup. The competition will see a Confederation record number of 24 teams from all sectors of the CONCACAF region participating.

The CONCACAF Champions League will feature four teams from Mexico and USA; three Caribbean sides; two clubs each from Costa Rica, El Salvador, Guatemala, Honduras, Panama; and one representative coming from Canada, Belize, and Nicaragua.

The CONCACAF Champions League winner will qualify as the CONCACAF's representative to the 2010 edition of the FIFA Club World Cup.





Premium Team Services

With locations in the U.S., Canada, and the Caribbean, United Soccer Leagues is redefining North American soccer. For its team owners, USL provides the infrastructure, support, and competitive platform to provide soccer as an exciting, affordable family entertainment sports team in every market. As a member of North America's largest system of elite soccer leagues, our full-time staff provides professional assistance and proactive league management.

Intellectual Property	Communications
Operations Manuals	Television / Internet Exposure
Media	Marketing Manuals
Marketing Services	New Media
Franchise Development / Training	Competitive / Technical Support
Club Growth	Operations
Meetings / Seminars	Minimum Standards
Player Registration	Affiliations
National Technical Director	Officiating



Minimum Standards Requirements

- Franchises must meet USL and US Soccer minimum standards to maintain a high-level of professionalism.
- Minimum Standards are the minimal level that a franchise must meet in order to meet USL requirements.
- Franchise site inspections are conducted each season.





Stadium Requirements

League	Seating Capacity	Surface Size	Lights	Home & Visiting Locker Rooms	Press Box	PA System	Permanent Scoreboard
USL First Division	5,000	70'x106'	Mandatory	Mandatory	Mandatory	Mandatory	Mandatory
USL Second Division	2,000	70'x106'	Mandatory	Mandatory	Mandatory	Mandatory	Mandatory
USL PDL	1,000	66'x100'	Mandatory	Mandatory	Mandatory	Mandatory	Mandatory
USL W-League	1,000	66'x100'	Mandatory	Mandatory	Mandatory	Mandatory	Mandatory



Additional Pro Venue Standards

Benchmark	USL First Division	USL Second Division
Seating Type	50% individual, 50% bleacher with back	Bleacher
Surface	Natural grass or rubber-based synthetic turf	Natural grass or rubber-based synthetic turf
Parking	1:4 spaces to fans	1:4 spaces to fans
VIP Area	6 suites / luxury boxes	Enclosed area
Broadcasting Booths	4	2
Phone Lines / Wifi	3	2



www.USLive.com

In an effort to expose the quality of the product on the field to a wider audience, USL launched its own broadband network called “USL Live” in 2007.

Since the introduction of USL Live, hundreds of games and other major events have been streamed live. USL fans have been provided free access to watch their teams’ matches throughout the season via the state-of-art webcast system.

USL LIVE

New Videos Live Games USL PRO Premier Development League USL W-League Full-length Matches Interviews Features Highlights

we represent the world

Free Kicks Video 5 - Martin Q...
Webbie guru Martin Quisenberry is our newest employee. He stops by to talk about his previous experience ...

Richmond Kickers: Cribs
Richmond Kickers: Cribs

Dress Like the Pros: Pittsbur...
From the June 19, 2010 home game vs. Charlotte Eagles.

World Cup Forum with the Riv...
Courtney Klein sits down with the Riverhounds and talks World Cup with the squad.

ARE YOU FOX OR CHICKEN?
STEALTH BY UMBRO

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Fox Soccer Channel

Fox Soccer Channel, the premier destination for soccer on television in the United States, and USL first entered into their exclusive national broadcast partnership in 2002.

In eight seasons on Fox, over 150 live USL game broadcasts have been featured including all USL league championships.

USL Breakaway, the behind-the-scenes feature show that debuted in 2006, will return for a fifth season with more episodes airing in 2010 than ever before. USL Breakaway is an effective vehicle for sharing many of the great stories that the USL has to offer.





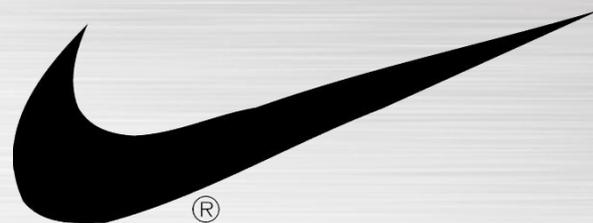
Nike / Umbro Partnership

Nike will serve as the exclusive supplier of apparel, sporting goods, and sports-related equipment for USL and its leagues through 2018

Both the Umbro and Nike Soccer brands shall be utilized for purposes of the USL sponsorship.

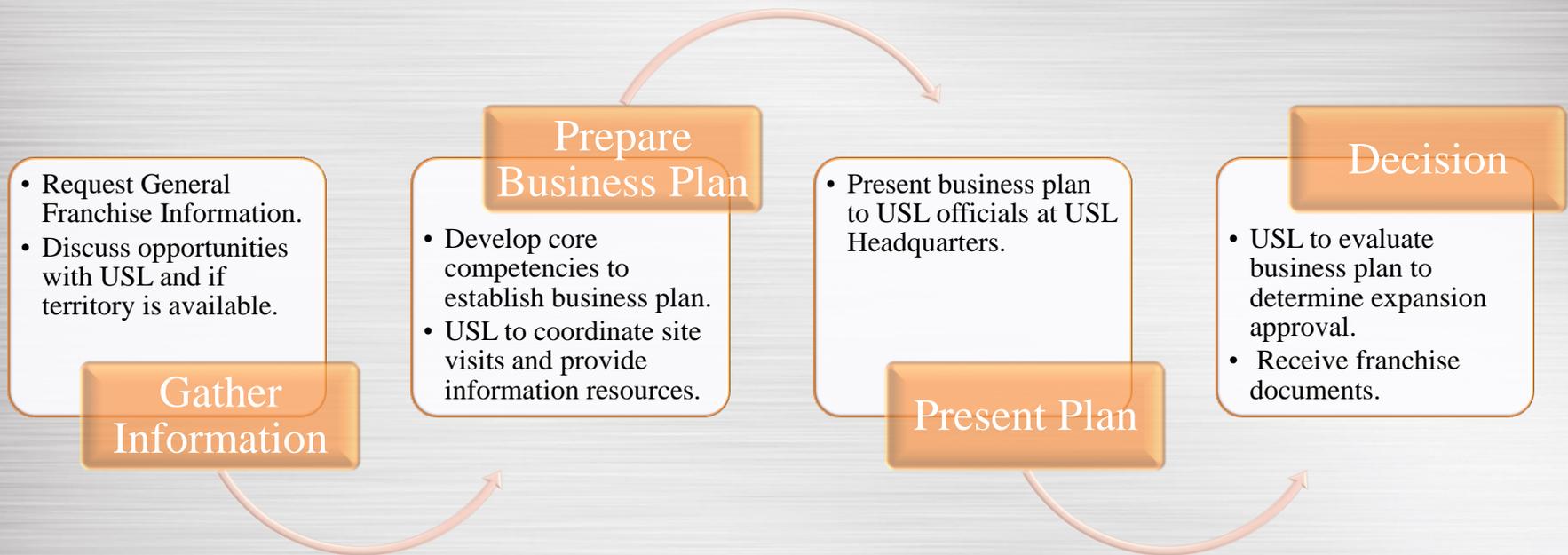
Sponsorship designations include:

- Official Sponsor of USL
- Official Sponsor of USL First Division and the USL Second Division
- Official Ball Sponsor of USL First Divisions and USL Second Division
- Specialized team kit offers to USL franchises





Franchise Acquisition Process





League Financial Commitments

\$USD	USL First Division	USL Second Division	I-League
Franchise Fee	\$150,000	\$100,000	\$50,000
Letter of Credit	*\$350,000 (3 yr.)	\$75,000	\$25,000
Annual Participation Fees	\$35,000	\$15,000	\$10,000

* Established by the United States Soccer Federation



League Financial Commitments

\$USD	USL Premier Development League (PDL)	USL W-League
Franchise Fee	\$75,000	\$25,000
Letter of Credit	\$15,000	\$10,000
Annual Participation Fees	\$7,000	\$4,000



Business Plan & Application Requirements

Parties interested in pursuing USL franchise opportunities must submit a business plan containing the following categories at a minimum:

Pro forma

- A detailed line-item breakout of all anticipated expenses and revenues for your first three years.

Marketing

- A comprehensive plan illustrating your marketing strategies - including ticket structure, game day promotional ideas, summation of sponsorship packages, etc.
- Market demographics including the number of youth soccer programs and players.
- A list of competing sports Franchise and entertainment options in your market.
- The history of professional soccer in your area.

Facilities

- A description of your prospective playing facility including dimensions, surface, type of construction, locker rooms, parking, press box, and concessions.
- Photographs or artists renderings of the facility
- A letter from the stadium authority stating permission and expected lease terms.

Organizational Structure

- A flow chart indicating how many paid staff you anticipate and their roles, as well as any volunteer positions.

Players

- Your scouting and recruitment plan - will the players be local or will you attempt to sign foreign players.

Youth Development

- If camps or a youth development academy will be an integral part of the Franchise, please indicate your initial plans.

Application

- An application shall accompany the business plan. Each owner of the franchise with equity of 10% or greater must individually complete the financial section of the application.



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