

ARTICLES OF INCORPORATION

FILED EFFECTIVE

OF

MAGIC VALLEY TENNIS ASSOCIATION, INC.

2007 FEB -5 AM 9:40

The undersigned adult natural person, acting as incorporator, hereby establishes a non-profit corporation pursuant to the Idaho Non-Profit Corporation Act and adopts the following Articles of Incorporation:

FIRST: Name. The name of the corporation is Magic Valley Tennis Association, Inc.

SECOND: Duration. The period of the corporation's duration is perpetual.

THIRD: Purposes. The corporation is organized and shall be operated exclusively for charitable purposes, educational purposes, and fostering amateur competitive sports competition within the meaning of Section 501(c)(3) of the Internal Revenue Code. Subject to the foregoing, the specific purposes and objectives of the corporation shall include, but not be limited to, the following:

- (1) Promoting a general interest in the sport of tennis among both children and adults with particular emphasis on underprivileged and low income children;
- (2) Conducting educational activities aimed at services involving individuals in the Magic Valley in the sport of tennis;
- (3) Conducting amateur competitive events in the sport of tennis;
- (4) Educating individuals in the care, maintenance and operation of tennis equipment, and in the general rules of the sport of tennis;
- (5) Supporting other organizations, projects and initiatives that are organized and operated for similar purposes; and

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IDAHO SECRETARY OF STATE
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(6) The transaction of any lawful activity permitted by the Idaho Non-Profit Corporation Act and Section 501(c)(3) of the Internal Revenue Code.

FOURTH: **Powers.** In furtherance of the foregoing purposes and objectives (but not otherwise) and subject to the restrictions set forth in Article Fifth, the corporation shall have and may exercise all of the powers now or hereafter conferred upon non-profit corporations organized under the laws of Idaho and may do everything necessary or convenient for the accomplishment of any of the corporate purposes as set forth in Idaho Code §30-3-24. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

FIFTH: **Restrictions on Powers.** 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 Third 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 or in opposition to 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

SIXTH: Registered Office and Agent. The address of the initial registered office of the corporation is 249 3rd Avenue East, Twin Falls, ID 83301. The name of its initial registered agent at such address is William R. Hollifield.

SEVENTH: Members. The corporation shall have members. The corporation shall have no capital stock.

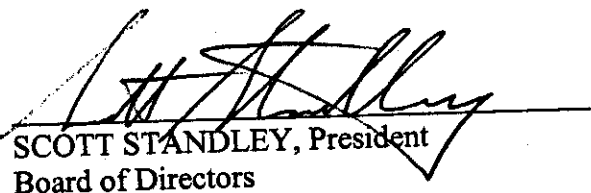
EIGHTH: Dissolution. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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.

NINTH: Initial Directors. The initial directors are: Scott Standley, 664 Whispering Pine Dr., Twin Falls, ID 83301; David Brush, 307 Clear Lake Ln., Buhl, ID 83316; Kathy Deahl, 2493 9th Ave. E., Twin Falls, ID 83301.

TENTH: Incorporator. The name of the initial incorporator is Scott Standley. The address of the initial incorporator is 664 Whispering Pine Drive, Twin Falls, ID 83301.

IN WITNESS WHEREOF, I have hereunto set my hand this 29th day of

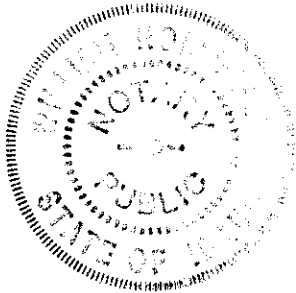
JANUARY, 2007.



SCOTT STANDLEY, President
Board of Directors

STATE OF IDAHO)
) ss.
County of Twin Falls)

On this 29th day of JANUARY, 2007, before me, the undersigned, a Notary Public in and for said County and State, personally appeared SCOTT STANDLEY, known or identified to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on the day and year in this certificate first above written.




NOTARY PUBLIC FOR IDAHO
Residing at Twin Falls
My commission expires 9/16/2011