

CERTIFICATE OF INCORPORATION  
OF

PORT HALL SPORTS ASSOCIATION, INC.

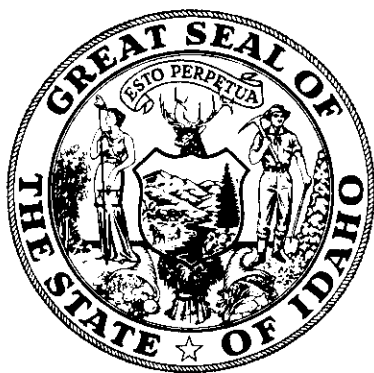
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

PORT HALL SPORTS ASSOCIATION, INC.

duly signed pursuant to the provisions of the Idaho Nonprofit Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated June 22, 19 83.



SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

ARTICLES OF INCORPORATION  
OF  
FORT HALL SPORTS ASSOCIATION, INC.

JUN 22 3 26 PM '83  
SECRETARY OF STATE

We, the undersigned citizens of the United States of America, being of full age and all residents of the State of Idaho, have this day voluntarily associated ourselves together for the purpose of forming a non-profit corporation under the laws of the State of Idaho and the United States Internal Revenue Code, as the same now exist or may hereafter be amended, and do hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be: FORT HALL SPORTS ASSOCIATION, INC.

ARTICLE II

PURPOSE

This corporation is formed for the following purposes:

1. To develop, operate, manage and administer an association or organization whose major purpose will be that of recreation and pleasure.
2. To develop programs and activities designed to provide for willing participants of all ages a viable and enjoyable alternative for participating in individual and team competitive sports events and other recreational activities.
3. To provide activities, programs and facilities designed solely for recreation, exercise, fitness and pleasure to those participants who cannot otherwise afford the financial burden of joining and belonging to private

clubs, societies, organizations or foundations; and to do so at little or no cost to the individual participant.

4. To instill in all participants a sense of responsibility as an individual and as a member of a unit or team.

5. To encourage active participation in sports and recreation programs both locally and at State and National levels.

6. To provide education and assistance to willing participants in developing necessary skills and abilities for participation in various sports programs or athletic events by providing individualized and group instruction in said areas.

7. To allow all willing participants to develop a sense of self-worth and personal value through allowing each participant to monitor his achievements in sports and recreational activities and by offering awards for those achievements such as plaques, medals, and other awards therefor.

8. To organize, sponsor and administer seasonal and year-end sports tournaments in various sports and athletic events.

9. To collect monies from participants in the form of entry fees or other assessments for the privilege of participating in tournaments, said monies to be used solely for the operating costs of the corporation and for the purchase of equipment and awards and other materials and supplies and equipment necessary for the operation of the corporation.

10. To work in conjunction with other community, State or National athletic or recreational programs, organizations, corporations, clubs, societies or foundations to provide recreational or athletic events for willing participants at varying levels of achievement.

11. To encourage through athletic events and recreational programs good citizenship.

12. To promote and improve through athletic events and recreational programs social and moral welfare.

13. To purchase, hold, sell, develop, improve, lease, and enjoy real estate, subject to the limitations provided by law, to erect, manage, care for, maintain, extend, and alter buildings and improvements thereon, and to purchase, hold, use, sell, and otherwise enjoy all other kinds property so long as the doing of such does not exceed the purposes of this corporation as set forth herein.

14. Notwithstanding any purposes permitted under the laws of the State of Idaho under which this corporation is formed nor any provisions of these Articles of Incorporation or amendments thereto, the purposes of this corporation shall be limited exclusively to pleasure, recreation and other nonprofitable purposes within the meaning of Section 501(c)(7) of the United States Internal Revenue Code.

### ARTICLE III

#### POWERS

The powers of the corporation shall be as follows:

1. To make and adopt bylaws, rules and regulations for the qualifications, term of office, expulsion and voting procedures of the corporation's Board of Directors; and for the collection of fees, dues and assessments, if any there be; and for the election and appointment of directors and other officers, and to define their duties, if any there be; and for the safekeeping and protection of its property and funds, and in general, to regulate, manage and preserve its property and interests, and from time to time alter, repeal, rescind or vary its Articles of Incorporation, bylaws, rules, regulations, or any of them.

2. The corporation may accumulate money but shall, from time to time, as directed by its Board of Directors, disburse all or a portion of such money to or on behalf of persons, firms, associations, societies, corporations or clubs whose primary purpose is devoted to a betterment and advancement of recreational, pleasure or athletic or sporting events or programs in accordance with the laws of the State of Idaho and of the United States of America.

3. To take and hold any property, real, personal, or mixed, by bequest, devise, gift, purchase, lease or otherwise, either absolutely or in trust, for any of its purposes, insofar as the same may be held by an association under the laws of the State of Idaho and of the United States of America, pertaining to non-profit corporations, and to convey, sell, lease, mortgage or dispose of such property, and to invest and reinvest principal and deal with and expend the income therefrom in such manner as may be permitted by law and as, in the judgment of the directors, will best promote and serve the objects for which the corporation is formed.

4. To apply for and accept federal funds granted by the Congress of the United States, by executive order or by any other agency of the federal government, funds granted by any State or local government or agency thereof, as well as funds, gifts, and donations from individuals and private organizations or foundations, for all or any of the purposes of this corporation.

5. To have the right to do all and everything, including the making and carrying out of any contract necessary, suitable and proper for the accomplishment of any of the purposes and objects and in furtherance of any of the powers set forth, and to do every other act or acts incidental or pertaining or growing out of or connected with the aforesaid purposes or powers, or any part or parts thereof, provided the same are not inconsistent with the laws of the State of Idaho or of the United States of America under which this corporation is formed.

6. Notwithstanding any permissible powers granted under the laws of the State of Idaho under which this corporation is formed nor any other provision of these Articles of Incorporation or amendments thereto, this corporation shall not engage in any activity not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(7) of the United States Internal Revenue Code.

#### ARTICLE IV

##### NON-PROFIT PROVISIONS

The corporation shall not be conducted or operated for profit and no part of the net earnings of the corporation shall inure to the benefit of any individual or member or any private corporation or organization for profit. Nor shall any of the property, assets or earnings of the corporation be used for other than pleasure, recreational or athletic purposes as stated in these Articles. Nor shall any part of the activities of this corporation be the carrying on of propaganda or lobbying; nor shall any of the property, assets or earnings of this corporation be used for such purposes.

#### ARTICLE V

##### DURATION

The period of the duration of the corporation shall be perpetual.

#### ARTICLE VI

##### PRINCIPAL OFFICE AND REGISTERED AGENT

The registered agent of the corporation shall be Mike Sakelaris and the principal office of the corporation shall be addressed at Timbee Hall, Fort Hall, Idaho 83203, but the Board of Directors of the corporation shall have the right to change such location, address or registered agent at any time and from year to year as they may see fit, or as may be provided in the bylaws.

## ARTICLE VII

### OBLIGATIONS FOR DEBTS OF CORPORATION

The private property of the Board of Directors or members of the corporation, if any there be, shall not be liable for the debts and obligations of the corporation.

## ARTICLE VIII

### TAX EXEMPT QUALIFICATIONS

The corporation shall apply and qualify for recognition of a tax exemption under Section 501(c)(7) of the United States Internal Revenue Code as it presently exists and as it may subsequently be altered or amended.

## ARTICLE IX

### BYLAWS

The Bylaws of this corporation may be altered, amended or new bylaws adopted, at any regular or special meeting of the Board of Directors called for that purpose in accordance with said bylaws.

## ARTICLE X

### AMENDMENTS

The Articles of Incorporation may be amended in the manner provided by statute at the time of amendment.

## ARTICLE XI

### MEMBERSHIP

The corporation shall have no members and the powers generally reserved to members shall be vested in The Shoshone Bannock Tribes, a federal corporation, and its governing body, the Shoshone Bannock (or Fort Hall) Business Council.

## ARTICLE XII

### BOARD OF DIRECTORS

The Board of Directors of this corporation shall be appointed by the Shoshone Bannock Tribes, a federal corporation, by and through its governing body, the Shoshone Bannock (or Fort Hall) Business Council. Said Directors shall meet the qualification requirements set forth in the bylaws of this corporation. The duties and responsibilities normally associated with and assigned by law to officers of a corporation shall in this corporation be vested in the Board of Directors.

The number of Directors of this corporation shall be not less than three (3) nor more than seven (7).

The initial Board of Directors shall consist of the incorporators whose names and addresses are listed in Article XIV herein, who shall serve until their successors are elected or appointed and qualified.

## ARTICLE XIII

### ORGANIZATIONAL PURPOSE

The corporation hereby formed is not organized and shall not be conducted for the purpose, directly or indirectly, of fixing the price or regulating the production of any article of commerce, or of produce of the soil for sale or consumption.

## ARTICLE XIV

### INCORPORATORS

The names and post office addresses of each of the incorporators are as follows:

Mike Sakelaris  
Trailcreek Road  
Pocatello, Idaho 83204



Genevieve Q. Edmo  
Box 152  
Fort Hall, Idaho 83203

Jack Edmo  
Box 547  
Fort Hall, Idaho 83203

Larry Bagley  
Route 3 Box 209-E  
Blackfoot, Idaho 83221

Marvin Osborne  
Box 358  
Fort Hall, Idaho 83203

#### ARTICLE XV

##### APPOINTING CORPORATION

The address of the Shoshone Bannock (or Fort Hall) Business Council which shall be responsible for the appointment of the Board of Directors of this corporation in accordance with the bylaws of said corporation as herein specified in Article XII shall be Box 306, Fort Hall, Idaho 83203.

#### ARTICLE XVI

##### COMMITTEES

The Board of Directors shall have authority, by resolution adopted by a majority of the directors in office, to designate one or more committees to assist the Board in carrying out the purposes of the corporation. The authority of each committee so designated shall be limited to that specified in the designating resolution. Each committee shall consist of two (2) or more persons, a majority of whom are directors, the remainder of which need not be directors. Membership of committees which will not, by resolution, exercise the authority of the Board of Directors need not include any directors unless so specified in the designating resolution.

IN WITNESS WHEREOF, We have hereunto subscribed our names on the day  
and date below written.

June 17  
Date

June 17, 1983  
Date

June 17  
Date

June 17  
Date

June 21  
Date

Mike Sakelaris  
Mike Sakelaris

Genevieve Q. Edmo  
Genevieve Q. Edmo

Jack Edmo  
Jack Edmo

Larry Bagley  
Larry Bagley

Marvin D. Osborne  
Marvin Osborne