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**FIRST AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
THE JEN SHORT MEMORIAL HOCKEY FOUNDATION CHARITY
CORPORATION**

We, the undersigned persons, acting as the incorporators of a corporation under the provisions of Title 30, Chapter 30 of the Idaho Code commonly known as the Idaho Nonprofit Corporation Act, do hereby adopt the following Amended Articles and Restated of Incorporation for such corporation.

**ARTICLE I
CORPORATE NAME**

The name of this corporation shall be:

THE JEN SHORT MEMORIAL HOCKEY FOUNDATION CHARITY CORPORATION
(hereinafter referred to as the "Foundation")

**ARTICLE II
EXISTENCE**

This Foundation shall have perpetual existence.

**ARTICLE III
PURPOSES**

The Foundation is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). In furtherance of the forgoing purposes, the Foundation shall be administered solely for the benefit of and to perform charitable and educational functions and purposes to youth hockey athletes and other non-profit organizations associated with such youth hockey athletes. The Foundation shall be operated exclusively for charitable and educational purposes within the

meaning of Section 501(c)(3) of the Code; no part of its earnings shall inure to the benefit of any private member, director or individual; no part of its activities shall be carrying on propaganda, or otherwise attempting to influence legislation, and it shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE IV POWERS

The Foundation shall have all powers granted by law necessary and proper to carry out its above-stated purpose and to have and exercise all other powers and authority now and hereafter conferred upon non-profit corporations under the laws of the State of Idaho, consistent with its qualification under Section 501(c)(3) of the IRC.

ARTICLE V REGISTERED OFFICE

The initial registered office of this Foundation shall be located at 2070 Wheatlands Avenue, Lewiston, Idaho. The initial registered agent of this Foundation at such address shall be Jesse Short.

CONSENT TO APPOINTMENT AS REGISTERED AGENT

I, Jesse Short, hereby consent to serve as the registered agent in the State of Idaho for the foundation herein named. I understand that as agent for the Foundation, it will be my responsibility to receive service of process in the name of the Foundation; to forward all mail to the Foundation; and to immediately notify the office of the Secretary of State in the event of any resignation or any change in the registered address of the foundation for which I am agent.

Sept 20, 2022

Date

Jesse D Short

ARTICLE VI
INCORPORATORS AND INITIAL BOARD OF DIRECTORS

The below named individuals are the incorporators and shall constitute the initial Board of Directors who shall serve as the directors until the first annual meeting of shareholders or until their successors are duly elected and qualified.

1. Jesse Short, 35365 Powell Rd. Lewiston, ID 83501
2. Dan Elliot, 181 Marine View Dr. Lewiston, ID 83501
3. Heather Lee, 2070 Wheatlands Ave. Lewiston, ID 83501
4. Nick Bell, P.O. Box 34 Colton, WA 99113
5. Miguel Inzunza, 12577 Falcon Ln. Lewiston, ID 83501

ARTICLE VII
MEMBERS

This Foundation shall not have members.

ARTICLE VIII
AMENDMENTS

Amendment to these Articles of Incorporation may be made at any annual meeting or special meeting of the board of directors, and must be made in the following manner:

Amendments shall be adopted at a meeting of the board of directors upon receiving the vote of a majority of the directors in office. Any number of amendments may be submitted and voted upon at any one meeting. A written

notice of the meeting, that shall include as a purpose the intent to amend the bylaws, shall be provided as required by Title 30, Chapter 30 of the Idaho Code.

ARTICLE IX **TERMINATION AND FINAL DISTRIBUTION**

In the event that this Foundation ceases to function as a non-profit corporation or is dissolved for any reason, its assets shall be distributed to such organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, in such a manner as the Board of Directors shall determine. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Foundation is then located, exclusively for such purposes or to such organizations as said courts shall determine to be consistent with the purposes of this Foundation.

ARTICLE X **INDEMNIFICATION**

The Foundation will indemnify any director, officer, employee, or agent of the Foundation made a party, or threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than one by or in the right of the Foundation to procure a judgment in its favor, brought to impose a liability on such person for an act alleged to have been committed by such person in his or her capacity as director or officer of the corporation, or as director, officer, employee, or agent of any other entity when he or she served at the request of the Foundation), by reason of fact that he or she is or was a director, officer, employee or agent of the Foundation, or is or was serving at the request of the Foundation as a director, officer, employee or agent of another corporation,

partnership, joint venture, trust, or other enterprise. Indemnification shall include judgments, amounts paid in settlement and reasonable expenses, including attorney fees, actually and reasonably incurred as a result of such action, suit or proceeding or any appeal therein. Indemnification shall occur if such person is either successful in his or her defense or if the proceeding is terminated by settlement, and if such person acted in good faith in the reasonable belief that such action was in the best interests of the Foundation. In criminal actions or proceedings, indemnification shall occur only if such person had reasonable grounds for belief that such action was lawful. No indemnification shall exist for criminal acts committed by such person.

IN WITNESS WHEREOF, the undersigned, being all of the incorporators and all of the initial directors hereinbefore named, do hereby make this certificate for the purpose of amending the Articles of Incorporation previously filed with the Idaho Secretary of State, on or about November 10, 2021, for the Jen Short Memorial Hockey Foundation Charitable Corporation pursuant to the provisions of Title 30, Idaho Code, and do hereby certify that the facts hereinbefore set forth are true and correct.

Signed this 20th day of September, 2022.



Jesse Short


Dan Elliot


Heather Lee



Nick Bell



Miguel Inzunza

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ARTICLES OF INCORPORATION -- 6**

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