



ARTICLES OF INCORPORATION (Non-Profit)

Title 30, Chapters 21 and 30, Idaho Code

Filing fee: \$30 typed, \$50 not typed

Complete and submit the form in duplicate.

FILED EFFECTIVE
2017 MAR 28 AM 8:32
SECRETARY OF STATE
STATE OF IDAHO

Article 1: The name of the corporation shall be:

IKL Gate City Dojo Inc.

Article 2: The purpose for which the corporation is organized is: See attached

Article 3: Registered agent name and address:

Marian Twitchell 1135 N. Garfield, Pocatello, ID 83204

(Name)

(Address)

Article 4: The board of directors shall consist of no fewer than three (3) people. The names and addresses of the initial directors are:

Marian Twitchell 1135 N. Garfield, Pocatello, ID 83204

(Name)

(Address)

Dustin Davis P.O. Box 532, Fort Hall, ID 83203

(Name)

(Address)

Edward Hedges 1217 E. Dixon, McCammon, ID 83250

(Name)

(Address)

Article 5: Incorporator name(s) and address(es):

Marian Twitchell 1135 N. Garfield, Pocatello, ID 83204

(Name)

(Address)

(Name)

(Address)

(Name)

(Address)

Article 6: The mailing address of the corporation shall be:

1135 N. Garfield, Pocatello, ID 83204

(Address)

Article 7: The corporation (☐ does ☒ does not) have voting members.

Article 8: Upon dissolution the assets shall be distributed: see attached

Signatures of all incorporators:

Printed Name: Marian Twitchell

Signature: M. Twitchell

Printed Name: _____

Signature: _____

Printed Name: _____

Signature: _____

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IDAHO SECRETARY OF STATE

03/29/2017 05:00

CK:4411 CT:243122 BH:1576246
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IKL Gate City Dojo Inc.

ARTICLE 2: This corporation is organized and operated exclusively for one or more of the following purposes: Charitable, Educational, Religious and/or Scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. **The specific purpose is to foster the underlining premise of karate, specifically to build good character and citizenship, discipline and self-control.**

ARTICLE 8: No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of the document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for Public purposes and which has established its tax exempt status under Section 501 (c) (3), Internal Revenue Code.



STATEMENT OF CONVERSION

Pursuant to § 30-22-405, Idaho Code

Filing fee: \$30 typed, \$50 not typed

Complete and submit the form in duplicate.

FILED EFFECTIVE

2017 MAR 28 AM 8:31

SECRETARY OF STATE
STATE OF IDAHO

Note: Conversion documents are complex. Please seek appropriate legal and/or financial advice before making this important business decision.

1. CONVERTING ENTITY:

Name: IKL Gate City Dojo, LLC

Jurisdiction: Idaho

Type: Limited Liability Company
(Corporation, Limited Liability Company, Limited Partnership, etc...)

☒ This is a domestic entity, and this plan of conversion was approved in accordance with § 30-22-403, Idaho Code.

☐ This is a foreign entity, and this plan of conversion was approved in accordance with the law of its jurisdiction of formation.

2. CONVERTED ENTITY:

Name: IKL Gate City Dojo Inc.

Jurisdiction: Idaho

Type: Non Profit Corporation
(Corporation, Limited Liability Company, Limited Partnership, etc...)

a. If this is a **domestic** entity or domestic limited liability partnership, please attach a copy of the entity's public organic record, or statement of qualification.

b. If this is a **foreign** entity please designate a registered agent in the space provided:

(Registered Agent Name) (Address)

3. EFFECTIVE DATE OF CONVERSION:

☒ Effective upon filing

☐ On future date: _____
(Enter date – not more than 90 days in the future)

Printed Name: Marian Twitchell

Capacity: Member / President

Signature: M. Twitchell

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