



ARTICLES OF AMENDMENT (Non-profit)

FILED/EFFECTIVE

DEC 30 PM 3:33

STATE OF IDAHO

To the Secretary of State of the State of Idaho
Pursuant to Title 30, Chapter 3, Idaho Code, the undersigned
non-profit corporation amends its articles of incorporation as
follows:

1. The name of the corporation is:

Boise Gems Legion Baseball, Inc.

2. The text of each amendment is as follows:

See Amended Articles of Incorporation attached hereto.

Section 2 was amended to include subsection 5.

Section 3 was amended to include mandatory I.R.C. language pursuant to Section 501(c)(3).

Section 8 was amended to include mandatory I.R.C. language pursuant to Section 501(c)(3).

3. The date of adoption of the amendment(s) was: September 30, 2002

4. Manner of adoption (check one):

- ☒ Each amendment consists exclusively of matters which do not require member approval pursuant to section 30-3-90, Idaho Code, and was, therefore, adopted by the board of directors. (Please fill spaces below)
- a. The number of directors entitled to vote was: 6
- b. The number of directors that voted for each amendment was: 6
- c. The number of directors that voted against each amendment was: 0

- ☐ The amendment consists of matters other than those described in section 30-3-90, Idaho Code, and was, therefore adopted by the members. (Please fill spaces below)

a. The number of members entitled to vote
was: _____

b. The number of members that voted for each
amendment was: _____

c. The number of members that voted against
each amendment was: _____

Dated: December 10, 2002

Signature: Steven W. Rust

Typed Name: STEVEN W. RUST

Capacity: TREASURER

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

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Revised 07/2002

IDAHO SECRETARY OF STATE
12/31/2002 05:00
CK: 6670 CT: 2502 BH: 653969
1 @ 30.00 = 30.00 NON PROF A # 2

C123009

AMENDED ARTICLES OF INCORPORATION

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Section 1. Name of the Corporation

STATE OF IDAHO

The name of this non-profit corporation shall be BOISE GEMS LEGION BASEBALL, INC.

Section 2. Purpose

This organization is organized exclusively for charitable, religious, educational and/or scientific purposes under section 501(c)(3) of the Internal Revenue Code. The purposes of this corporation are to promote and support amateur baseball in Ada County, Idaho, for the health and recreation of youth in the community. The corporation shall accomplish this goal by:

1. Overseeing the operation of American Legion Boise Gems baseball teams;
2. Soliciting financial and other support for amateur baseball programs and facilities;
3. Providing encouragement and support to the baseball programs of the various Boise, Idaho area high schools;
4. Providing encouragement and support to other amateur baseball programs within Ada County, Idaho; and
5. To benefit said amateur baseball programs by receiving contributions and paying the contributions and any earnings there from to organizations that are described in section 501 (c)(3) of the Internal Revenue Code of 1986 (other than organizations organized or operated for the purpose of testing for public safety), provided such organizations are exempt from tax under section 501 (a) of the Internal Revenue Code of 1986 and are described in section 170(c)(2) of the Internal Revenue Code of 1986.

Section 3. Limitations

No part of the net earnings or the assets of the organization shall inure to the benefit of, or be distributable to, its directors, 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 Article V hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the organization shall not participate in, nor 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 organization shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501 (c)(3) of the Internal Revenue Code of 1986,, as amended from time to time. At no time shall the organization be controlled directly or indirectly by one or more

disqualified persons (as defined in section 4946 of the Internal Revenue Code of 1986), other than organization managers (as defined in section 4946(b) of the Internal Revenue Code of 1986) and other than one or more publicly supported organizations. The organization must act, or is prohibited from acting, as the case may be, so that the organization and any organization managers or other disqualified persons with respect thereto, shall not be liable for any of the taxes imposed by sections 4941, 4942, 4943, 4944, and 4945 of the Internal Revenue Code of 1986. The organization must distribute its income for each taxable year at such time and in such manner as not to subject the organization to tax under section 4942. The organization is prohibited from engaging in any act of self-dealing as defined in section 4941 (d) of the Internal Revenue Code of 1986. The organization is prohibited from retaining any excess business holdings as defined in section 4943(c) of the Internal Revenue Code. The organization is prohibited from making any investments in such a manner as to subject the organization to tax under section 4944 of the Internal Revenue Code of 1986. The organization is prohibited from making any taxable expenditure as defined in section 4945(d) of the Internal Revenue Code of 1986.

Section 4. Directors

Initial Directors:

1. Jim Bradberry, 3233 S. North Church Place, Boise, Idaho 83706
2. Geoff Huwer, 119 S. Walnut, Boise, Idaho 83712 (President)
3. Pam McEwan-Stout, (Secretary)
4. Tom Meyer, 5667 S. Kalmia Place, Boise, Idaho 83716
5. Dan Paul, 4271 South Falconrest Way, Boise, Idaho 83716 (Vice President)
6. Steve Rust, 702 W. Idaho Street, Suite 321, Boise, Idaho 83702 (Treasurer)

Section 5. Office Address and Agent

The address of the corporation shall be MS 236, 582 E. Boise Avenue, Boise, Idaho, 83706, and the initial agent shall be Geoff Huwer, President.

Section 6. Incorporator

The incorporator shall be Steven W. Rust, 702 W. Idaho Street, Suite 321, Boise, Id 83702.

Section 7. Members

The corporation shall have members as outlined in the Bylaws.

Section 8. Distribution on Dissolution

