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2003 MAR 17 10:12
CLERK OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION OF ABERDEEN YOUTH SPORTS ASSOCIATION, INC.

The undersigned, acting as incorporators of a corporation under the Idaho Non-Profit Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of this corporation shall be **Aberdeen Youth Sports Association, Inc.**

ARTICLE II

This corporation is a non-profit corporation.

ARTICLE III

The period of its duration is perpetual.

ARTICLE IV

This corporation is not organized for pecuniary profit or gain. There shall be no capital stock. The initial registered agent of the corporation is Bob Pankau, 1311 Willard Ave., Pocatello, ID 83201.

ARTICLE V

This corporation shall have the management vested in the Board of Directors, consisting of seven (7) directors.

The names and addresses of the initial Board of Directors are set out as follows:

Jeff Duffin
P.O. Box 525
Aberdeen, ID 83210

Bob Pankau
1452 W. 400 S.
Pingree, ID 83262

Marva Jean Mueller
P.O. Box 151
Aberdeen, ID 83210

Tabitha Funk
~~1402 S. 2600 W.~~ 2962 W. 2000 S.
Aberdeen, ID 83210

C148224

Hap Fettis
566 N. 3rd W.
Aberdeen, ID 83210

Sheri Mauroner
P.O. Box 623
Aberdeen, ID 83210

Chris Snyder
P.O. Box 115
Aberdeen, ID 83210

ARTICLE VI

The purpose of this corporation is to organize and supervise the playing of sports by boys and girls under specialized rules and regulations in the City of Aberdeen.

ARTICLE VII

There shall be one class of membership in this corporation and each member shall be entitled to one vote.

ARTICLE VIII

All of the incorporators subscribed hereto are of full age and are citizens of the United States.

ARTICLE IX

This organization shall have powers to lease, purchase, hold, and sell or convey property and to enter into any business transaction necessary for corporation purposes.

ARTICLE X

Officers and Directors of this organization shall be elected by the members at the annual meeting. The number of officers and directors and all other matters relating to the management of the corporation shall be set out in the bylaws.

ARTICLE XI

No part of the net earnings of the corporation shall inure to benefit of or be distributable to its members, directors, officers or other private persons, except that this Corporation shall be authorized and empowered to reimburse members for out of pocket expenses incurred on behalf of the corporation and to make payments and distributions in furtherance of the purposes set

forth in these Articles.

ARTICLE XII

The undersigned incorporators shall act as and shall constitute the initial Board of Directors until the first annual meeting and election is held.

ARTICLE XIII

These Articles may be altered and amended at any meeting of the organization providing a quorum is present, by a majority vote of the members present at such meeting.

ARTICLE XIV

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organizations created and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization under subsection 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provision of any future State internal revenue law, as the Board of Directors may determine.

Any such assets not so disposed of shall be disposed of by the District Court of the County in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, as the court may determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, we have made, signed, and acknowledged this certificate of incorporation this 7 day of February 2003.

Jeff Duffin
JEFF DUFFIN

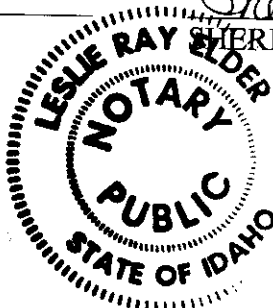
Bob Pankau
BOB PANKAU

Hap Fettis
HAP FETTIS

Marva Jean Mueller
MARVA JEAN MUELLER

Tabitha Funk
TABITHA FUNK

Sheri Mauroner
SHERI MAURONER



Leslie Ray Elder
Notary Public for Idaho
Residing at 357 W. Oncida, Aberdeen, ID 83210
Exp 07/20/06

Chris Snyder
CHRIS SNYDER

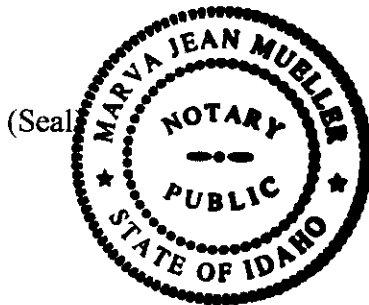
STATE OF IDAHO)

) ss.

County of Bingham

On this 7 day of February 2003, before me, the undersigned Notary Public in and for said State, personally appeared JEFF DUFFIN, BOB PANKAU, BRIAN GOFF, HAP FETTIS, MARVA JEAN MUELLER, SHERI MAURONER and CHRIS SNYDER known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year first above written.



Marva Jean Mueller
NOTARY PUBLIC for Idaho
Residing at: Aberdeen, Idaho
Commission expires: 3-8-2005