

ARTICLES OF INCORPORATION
OF
TIMBERLINE HIGH SCHOOL SOCCER BOOSTERS, INC.

FILED

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SECRETARY OF STATE
STATE OF IDAHO

I, the undersigned, a resident of the State of Idaho, desiring to form a corporation pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30 of the Idaho Code, do hereby make, subscribe, and acknowledge these Articles as follows:

1. Name. The name of the corporation shall be TIMBERLINE HIGH SCHOOL SOCCER BOOSTERS, INC.

2. Non-Profit purpose. The corporation is organized exclusively for charitable, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) and/or other applicable subsections thereof of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

3. Purposes. The specific purposes for which the corporation is organized, But without expanding upon the purposes stated in Article 2 above, are to foster, promote, encourage and improve the playing of Soccer in Timberline High School, Boise, Idaho, thereby elevating the status of, and increasing the educational and social benefits of Soccer to the participants and the general population of Timberline High School.

The corporation is organized exclusively for a nonprofit purpose, including in its purpose the capacity to receive membership dues and donations with strict accountability as to such funds, to be used as and for the purposes of the corporation set forth in Articles 2 and 3 hereof.

4. Limitation on Distributions and Activities. No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, officers or other private persons, except that the corporation 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 2 hereof and to reimburse members for reasonable expenses incurred by members engaged in activities in furtherance of the purposes set forth in Article 2 hereof. (1) No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation 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 these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) and/or other applicable subsections of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), including, but not limited to, activities which will serve to facilitate the transaction of specific

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business by its members or promote the private interest of any member or engage in any activities which would constitute a regular business of a kind ordinarily carried on for profit.

5. Organization. This corporation is not for profit and has no capital stock. Its organization is one of membership.

6. Scope of Activity. The corporation shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, suitable, desirable or proper for the furtherance, accomplishment, fostering, or attainment of any or all of the purposes set forth in Articles 2 and 3 for which the corporation is organized, and to aid or assist other organizations whose activities are such as to further, accomplish, foster or attain any such purposes.

7. Duration. This corporation shall have perpetual existence.

8. Distribution on Dissolution or Liquidation. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) or other applicable subsections of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of 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 organization or organizations, as the court shall determine, which are organized and operated exclusively for such purpose.

9. Place of Operation. The operations and activities of the corporation are to be conducted principally within the State of Idaho, but may be conducted elsewhere.

10. Principal Office. The corporation's principal office shall be located in the County of Ada, State of Idaho.

11. Address For Notice. The address to which the Secretary of-State or any other person shall mail a copy of any notice required by law is 3517 Veranda Way, Boise, Idaho 83706.

12. Registered Agent The corporation designates Andrew J. Little, whose registered address is 3517 Veranda Way, Boise, Idaho 83706, its registered agent in the state upon whom process against the corporation may be served.

13. Number of Directors. The number of directors shall be no less than six and no more than eleven.

14. Names of Directors. The names and addresses of the Directors until the first annual meeting of the corporation are as set forth on Exhibit "A" attached hereto.

15. Powers of Board of Directors. The members of the Board of Directors shall have the power to make such bylaws, rules and regulations, as they deem proper and advisable for the government and management of the membership and the affairs of the corporation. Any vacancy occurring in the Board of Directors by death, resignation or otherwise shall be filled for the remainder of the term in the manner provided in the Bylaws of the corporation. Any conveyance or encumbrance of all or any part of the property of the corporation may be made when authorized as provided for other corporate actions as provided in the Bylaws.

16. Amendments. The Articles of Incorporation or the Bylaws of the corporation may be amended at any regular or special meeting of the voting members of the corporation by a two-thirds vote of the members present, provided that notice of said amendment stating the substance thereof shall have been mailed to all voting members in good standing at their last known addresses as shown in the records, not less than thirty days prior to said meeting provided that these Articles shall be automatically be amended as required to comply with Internal Revenue Code Section 501(c) and the applicable subsections thereof.

17. Incorporator. The name and street address of the incorporation is as follows:

Steven B. Andersen
US Bank Plaza
101 S. Capitol Blvd.
Boise, Idaho 83702

IN WITNESS WHEREOF, I have, hereunto set my hand and seal on this ____ day of April, 1998.

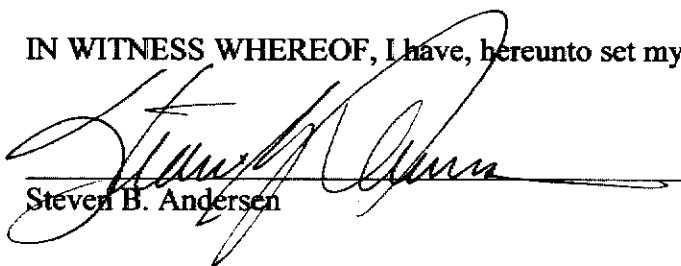

Steven B. Andersen

EXHIBIT "A"
TO
ARTICLES OF INCORPORATION
OF
TIMBERLINE HIGH SCHOOL SOCCER BOOSTERS, INC.

DIRECTORS

ADDRESS

Andrew James Little, President

3517 Veranda Way
Boise, Idaho 83706

Marva Schwager, Board Representative

2223 S. Gekeler Lane
Boise, Idaho 83706

Kurt Marostica, Treasurer

534 E. Fairbrook
Boise, Idaho 83706

Claudia Terrell, Registrar

1733 N. Gekeler Lane
Boise, Idaho 83706

Elizabeth Carmody, Uniform Chairperson

2295 E. Gossamer Lane
Boise, Idaho 83706

Eve Marostica, Fundraising Chairperson

534 E. Fairbrook
Boise, Idaho 83706