



CERTIFICATE OF INCORPORATION
OF

OLE' SPORTS FOUNDATION, INC.

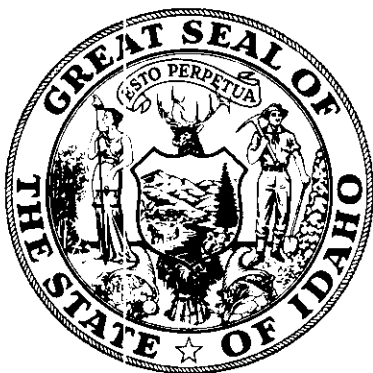
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

OLE' SPORTS FOUNDATION, INC.

duly signed pursuant to the provisions of the Idaho Nonprofit Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated _____ July 9 , 19 85 .



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION
OF
OLE' SPORTS FOUNDATION, INC.

85 JUL 9 PM 2 37

The undersigned acting as Incorporator of a Corporation under the Idaho Business Corporation Act adopts the following Articles of Incorporation.

ARTICLE I

NAME

The Corporation is OLE' SPORTS FOUNDATION, INC.

ARTICLE II

EXISTENCE

The existence of the Corporation shall be perpetual.

ARTICLE III

PURPOSE

3.1 This Corporation is organized to construct and improve recreational facilities with the municipality of Boise. Upon completion all rights, title, and interest will vest in the City of Boise.

3.2 Recreational facilities is defined as real property fixtures and other improvements whose use is open to the General public, or where fees are charged only to cover costs of operation and maintenance, or where profits from operations inure to the recreation or Parks Department of the municipality of Boise.

3.3 The Corporation is organized not for profit and to that end:

- (b) No substantial part of the activity may be attempting to participate in influence legislation or;
- (c) Directly or indirectly to participate in or intervene in (including publishing or distributing of statement)

any political campaign on behalf of or in opposition to any candidate for public office.

3.4 Upon dissolution any assets must be distributed to an organization or organizations whose exempt from taxation, to the City of Boise Recreation Department or to any other organization which would not be in violation of IRS Sec. 501. No assets upon dissolution will be distributed to the Officers or Directors.

3.5 The net earnings of the organization shall not inure in whole or part to the benefit of the Officers or Directors.

3.6 The Corporation shall have no members or stock in the Corporation.

ARTICLE IV

BOARD OF DIRECTOR

4.1 The affairs of the Corporation shall be managed by the Board of Directors.

4.2 The number of Directors shall be two. Each Director shall hold office for one year. The number of Directors may be increased from time to time by Amendment to the Bylaws.

4.3 The election of Directors shall occur at the annual meeting. Directors shall be elected by a majority vote with each Director having one vote. In the event that there is no Director one shall be appointed by District Court Judge for the Fourth Judicial District.

ARTICLE V

REGISTERED AGENT

5.1 The address of the initial registered office is:

Carl C. Straub, Jr.
404 S. 8th Street, Suite 410
Boise, Idaho 83702

5.2 The mailing address of the initial registered office is:

Carl C. Straub, Jr.
404 S. 8th Street, Suite 410
Boise, Idaho 83702

The name of the initial resident agent at the registered office is Carl C. Straub, Jr.

ARTICLE VI

DIRECTORS

6.1 The initial Board of Directors shall consist of two individuals. The number of Directors which shall constitute the Board shall be such as from time to time shall be fixed in the manner provided in the Bylaws. The initial Board of Directors are:

Carl C. Straub, Jr.
404 S. 8th Street, Suite 410
Boise, Idaho 83702

Jeffrey Casey
404 S. 8th Street, Suite 410
Boise, Idaho 83702

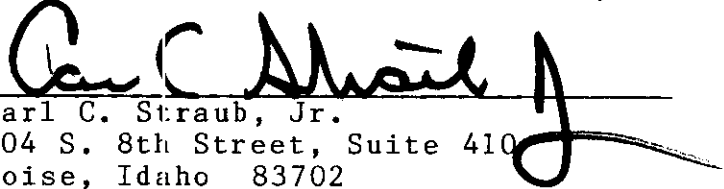
ARTICLE VII

INCORPORATOR

7.1 The initial incorporator is:

Carl C. Straub, Jr.
404 S. 8th Street, Suite 410
Boise, Idaho 83702

In Witness whereof the undersigned, the Incorporator, of the above named Corporation has hereunto signed these Articles of Incorporation of the day of 19 .



Carl C. Straub, Jr.
404 S. 8th Street, Suite 410
Boise, Idaho 83702