

**Department of State.**

**CERTIFICATE OF INCORPORATION  
OF**

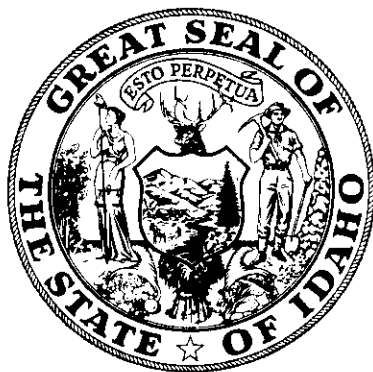
*SAGE Gymnastics Booster Club, Inc.*

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 \_\_\_\_\_  
*SAGE Gymnastics Booster Club, 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 November 21, 19 79.



*Pete T. Cenarrusa*  
SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

FILED

RECEIVED

11-21-79

ARTICLES OF INCORPORATION

9:00  
am

179 OCT 24 AM 8:55  
OF SECRETARY OF  
STATE

SAGE GYMNASTIC BOOSTER CLUB, INC.

(A Non-Profit Corporation)

KNOW ALL MEN BY THESE PRESENTS, that we, the under-  
signed, all of whom are citizens and residents of the United  
States and over the age of twenty-one years do hereby execute  
and make the following Articles of Incorporation for the pur-  
pose of forming a non-profit corporation under and pursuant to  
the laws of the State of Idaho, namely Title 30, Chapter 3 of  
the Idaho Code, and we do hereby certify:

ARTICLE I

NAME

The name of this corporation shall be SAGE Gymnastics  
Booster Club, Inc.

ARTICLE II

PURPOSE

The purposes for which this corporation is organized  
are to assure active and equitable participation by the parents  
guardians and supporters of Sage team members in the Sage  
Gymnastics, Inc.'s programs; to provide additional opportunity  
for gymnastic training and education in the form of camps,  
clinics, and/or scholarships; to assist with transportation and  
housing for Sage team members and visiting gymnasts; to promote  
fundraising projects to benefit Sage team members; and to

1 assist the coaches of Sage Gymnastics, Inc. in their endeavors  
2 to improve team members.

### 3 ARTICLE III

#### 4 POWERS

5 The corporation shall have the power to do all lawful  
6 acts necessary or desireable to carry out its purposes consis-  
7 tent with the provisions of Title 30, Chapter 3 of the Idaho  
8 Code and Section 501(c)(3) of the Internal Revenue Code of  
9 1954, as amended. Notwithstanding any other provision of these  
10 Articles, the corporation shall not carry on any other  
11 activities not permitted to be carried on by a corporation  
12 exempt from federal income tax under Section 501(c)(3) of the  
13 Internal Revenue Code.

### 14 ARTICLE IV

#### 15 MEMBERSHIP CERTIFICATES

16 This corporation shall not have capital stock. Each  
17 member shall be issued a membership certificate and shall have  
18 one vote. The rights and interests of all members shall be  
19 equal, and no member can have or acquire a greater interest  
20 therein than any other member.

### 21 ARTICLE V

#### 22 RESTRICTION

23 (a) No part of the net earnings of the corporation  
24 shall inure to the benefit of or be distributable to its mem-  
25 bers, directors, officers or other private persons, except that  
26 the corporation shall be authorized and empowered to pay

1 reasonable compensation for services rendered and to make  
2 payments and distributions in furtherance of the purposes set  
3 forth in Article II hereof. No substantial part of the  
4 activities of the corporation shall be the carrying on of  
5 propaganda or otherwise attempting to influence legislation and  
6 the corporation shall not participate in, or intervene in  
7 (including the publishing or distribution of statements), any  
8 political campaign on behalf of any candidate for public  
9 office.

10 (b) During any period the corporation is deemed to  
11 be a private foundation as defined in Section 509 of the Code,  
12 the corporation shall distribute its income (but not to mem-  
13 bers) for each taxable year at such time and in such manner as  
14 no to subject the corporation to tax under Section 4942 of the  
15 Code; the corporation is prohibited from engaging in any act of  
16 self-dealing (as defined in Section 4941(d) of the Code), from  
17 retaining any excess business holding (as defined in Section  
18 4943(c) of the Code), from making any investments in such  
19 manner as to subject the corporation to tax under Section 4944  
20 of the Code, and from making any taxable expenditures (as  
21 defined in Section 4945(d) of the Code).

## 22 ARTICLE VI

## 23 AMENDMENTS

24 All provisions of these Articles of Incorporation  
25 shall be subject to amendment, consistent with the provisions  
26 of Title 30, Chapter 3 of the Idaho Code and Section 501(c)(3)

1 of the Internal Revenue Code of 1954, as amended, by affirma-  
2 tive vote of the members entitled to vote in respect thereof,  
3 in attendance at the annual meeting or at any special meeting,  
4 provided that due notice of the amendment is included in the  
5 notice of said meeting.

6 ARTICLE VII

7 DISSOLUTION

8 Upon the dissolution of the corporation, the Board of  
9 Directors to be known as the Board of Trustees shall, after  
10 paying or making provision for the payment of all the  
11 liabilities of the corporation, dispose of all of the assets of  
12 the corporation exclusively for the purposes of the corporation  
13 in such manner, or to such organization or organizations organ-  
14 ized and operated exclusively for charitable, educational,  
15 religious or scientific purposes as shall at the time qualify  
16 as an exempt organization or organizations under Section  
17 501(c)(3) of the Internal Revenue Code of 1954, (or the cor-  
18 responding provision of any future United States Internal  
19 Revenue Law), as the Board of Trustees shall determine. Any of  
20 such assets not so disposed of shall be disposed of by a Court  
21 of competent jurisdiction of the State of Idaho, of the county  
22 in which the principal office of the corporation is then  
23 located, exculsively for such purposes or to such organization  
24 or organizations as the said Court shall determine, which are  
25 organized and operated exclusively for charitable, educational,  
26 religious or scientific purposes.

1 ARTICLE VIII

2 INCORPORATORS, ORIGINAL MEMBERS AND TRUSTEES

3 The names and addresses of the incorporators and  
4 original members and the original Board of Trustees of the  
5 corporation each of whom shall serve as a trustee until his  
6 successor is duly elected and qualified are:

7	<u>Name</u>	<u>Address</u>
8	Marilyn Swensen	215 Orchard Drive
9		Twin Falls, ID 83301
10	Rosemary McRoberts	1360 Lawndale Drive
11		Twin Falls, ID 83301
12	Cheryle Thornton	211 9th Avenue North
13		Twin Falls, ID 83301
14	Sue Herbst	743 Second Avenue East
15		Twin Falls, ID 83301
16	Eric K. Gunnerson	79 Skylane Park
17		Twin Falls, ID 83301

18 ARTICLE IX

19 REGISTERED OFFICE

20 The location of the registered office of the corpora-  
21 tion shall be 2042 4th Avenue East, Twin Falls, Idaho, 83301,  
22 and the mailing address of the corporation shall be P. O.  
23 Box 144, Twin Falls, Idaho, 83301. Marilyn Swensen shall be  
24 the registered agent at the address set out above.

25 ARTICLE X

26 DURATION

27 The term of this corporation is perpetual.

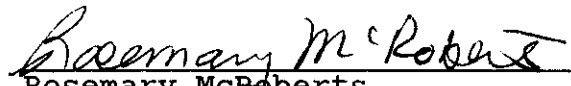
1 ARTICLE XI

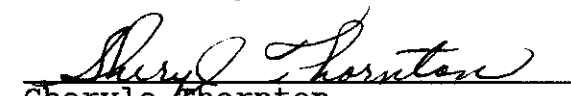
2 BOARD OF TRUSTEES

3 The affairs of the corporation shall be managed by a  
4 Board of Directors to be known as the Board of Trustees to be  
5 elected as provided in the By-laws, but in no case shall the  
6 number of directors be less than three (3). The trustees shall  
7 hold their offices for one (1) year, or such other period as  
8 the by-laws shall determine, and until their successors are  
9 elected and qualified.

10 IN WITNESS WHEREOF, the undersigned, all being the  
11 incorporators of SAGE Gymnastics Booster Club, Inc., have  
12 executed these Articles of Incorporation this 28TH day of  
13 September, 1979.

14   
15 Marilyn Swensen

16   
17 Rosemary McRoberts

18   
19 Cheryle Thornton

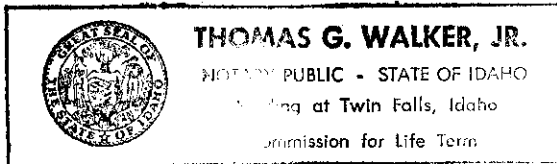
20   
21 Sue Herbst

22   
23 Eric K. Gunnerson

1 STATE OF IDAHO )  
2 ) ss.  
3 County of Twin Falls )

4 On this 28th day of September, 1979, before me, the  
5 undersigned, a notary public in and for said county and state,  
6 personally appeared Marilyn Swensen, Rosemary McRoberts,  
7 Cheryle Thornton, Sue Herbst and Eric K. Gunnerson, known to me  
8 to be the persons whose names are subscribed to the within  
9 instrument and acknowledged to me that they executed the same.

10 IN WITNESS WHEREOF, I have hereunto set my hand and  
11 affixed my official seal, the same day and year in this certi-  
12 ficate first above written.



*Thomas G. Walker, Jr.*  
\_\_\_\_\_  
NOTARY PUBLIC FOR IDAHO  
Residing at Twin Falls, Idaho