

RESTATED ARTICLES OF INCORPORATION  
OF  
CAPITOL YOUTH SPORTS ASSOCIATION, INC.

**FILED EFFECTIVE**

2014 DEC -9 PM 1:00

SECRETARY OF STATE  
STATE OF IDAHO

[Preamble from the original Articles of Incorporation, May 9, 1980] KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned each being a natural person of full age and a citizen of the United States of America, have voluntarily and do hereby associate ourselves together for the purpose of forming a nonprofit corporation under the laws of the State of Idaho, Idaho Code, Title 30, Chapter 3, Section 323. We do hereby certify, declare and adopt the following Restated Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is Capitol Youth Sports Association, Inc.

ARTICLE II

Duration

The duration of the life of this corporation shall be perpetual.

ARTICLE III

Form

This corporation shall be a nonprofit, non-political and non-sectarian corporation. It shall have no capital stock, and shall be composed of members rather than stockholders.

ARTICLE IV

Principal Office

The location and post office address of the principal office of this corporation shall be Capitol Youth Sports Association, Inc., 270 S. Orchard, Boise, ID 83705.

ARTICLE V

[Reserved]

IDAHO SECRETARY OF STATE

12/08/2014 05:00

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## ARTICLE VI

### Purposes

This corporation shall not carry out any activity which will result in a pecuniary profit to its members. The corporation is organized exclusively for charitable and educational purposes within Section 501(c)(3) of the Internal Revenue Code, and notwithstanding any other provision of these Articles shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code. Subject to the foregoing limitation, the object, business or pursuit of this corporation shall be as follows:

(a) To develop, promote and administer soccer competition among youths 18 years of age or younger in the County of Ada in the State of Idaho.

(b) To promote and encourage public understanding of the game of soccer.

(c) To distribute or otherwise handle informative bulletins and any other communicative media designed to promote, train, educate and stimulate interest in the game of soccer.

(d) To receive gifts and grants of money and property of every kind and to administer the same for the purposes designated above.

(e) To do everything necessary, proper, advisable or convenient for the accomplishment of any of the objects herein set forth, either alone or in association with others, and incidental or pertaining to, or growing out of, or connected with, its business or powers, provided the same be not inconsistent with the laws of the State of Idaho.

## ARTICLE VII

### Membership

The membership of this corporation shall be its Board of Directors.

## ARTICLE VIII

### Liquidation Distribution

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose related to youth soccer.

## ARTICLE IX

### Incorporators

The names and mailing addresses of the incorporators are as follows:

Stephen McCandlish, 511 N. Pacific St., Boise, Idaho  
James Smith, 865 Hearthstone Dr., Boise, Idaho  
Richard Anderson, 5123 Burlington Dr., Boise, Idaho  
Walter Ouellette, 5273 Decatur Dr., Boise, Idaho  
James Buxton, 9616 Ramsgate Dr., Boise, Idaho  
Charles Smith, 115 E. Curling Dr., Boise, Idaho  
Michael Leavitt, 9028 Donnybrook Dr., Boise, Idaho

The above incorporators hereby subscribe to one membership, and also serve as the initial Board of Directors. [Article IX remains from the original Articles of Incorporation, May 9, 1980]

## ARTICLE X

### Directors and Officers

Section I. The Board of Directors shall elect or appoint the officers of the corporation as provided in the Bylaws.

Section 2. There shall not be less than three directors of this corporation, which members shall be determined by the Bylaws.

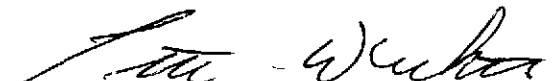
Section 3. Directors shall hold office for terms of three years.

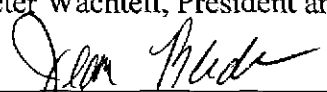
## ARTICLE XI

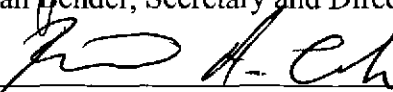
### Amendment

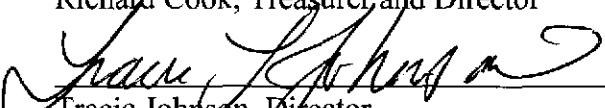
The corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles in the manner now or hereafter prescribed by applicable provisions of law, and all rights, powers, privileges and immunities conferred upon members, directors, and officers are subject to this reserved power. All amendments hereto shall be in writing.


IN WITNESS WHEREOF, we have hereunto set our hands and seals this 3<sup>rd</sup> day of December, 2014.


  
Peter Wachtell, President and Director

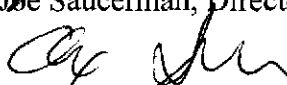
  
Jean Bender, Secretary and Director

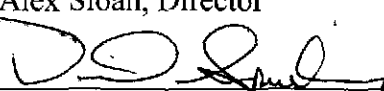
  
Richard Cook, Treasurer and Director

  
Tracie Johnson, Director

  
Tomas Patek, Director

  
Joe Saucerman, Director

  
Alex Sloan, Director

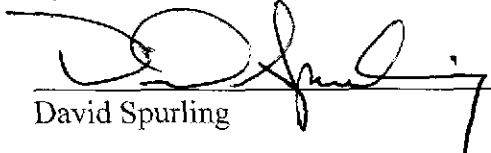
  
David Spurling, Director

STATE OF IDAHO    )  
                              )ss.  
County of Ada        )

David Spurling, having first fully sworn, deposes and says:

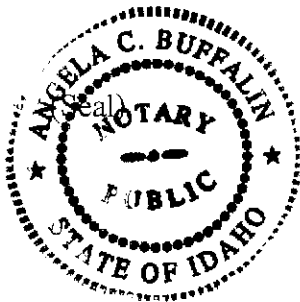
1. That he is one of the persons who executed the Restated Articles of Incorporation of Capitol Youth Sports Association, Inc.
2. That he has read the same and knows the contents thereof; and
3. That the matters stated therein are true to his knowledge.

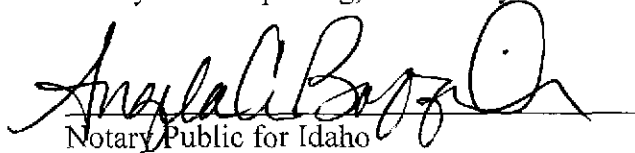
Subscribed and sworn, to before me this 3<sup>rd</sup> day of December, 2014.

  
\_\_\_\_\_  
David Spurling

STATE OF IDAHO    )  
                              )ss.  
County of Ada        )

Subscribed, sworn and acknowledged before me by David Spurling, this 3<sup>rd</sup> day of December, 2014.



  
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Notary Public for Idaho  
Residing in Boise, Idaho