

**FILED EFFECTIVE**

ARTICLES OF INCORPORATION  
OF  
BOISE RAGE YOUTH SOFTBALL, INC.

2015 FEB 19 PM 12:06

SECRETARY OF STATE  
STATE OF IDAHO

The undersigned acting as the incorporator of a nonprofit corporation organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code, hereby adopt the following  
Articles of Incorporation

**ARTICLE I. NAME**

The name of the Corporation is Boise Rage Youth Softball, Inc.

**ARTICLE II. NON PROFIT STATUS**

The Corporation is a Non Profit Corporation.

**ARTICLE III. PERIOD OF DURATION**

The period of duration of the Corporation is perpetual.

**ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT**

The location of the Corporation is in the City of Boise, County of Ada, State of Idaho. The address of the initial registered office is 1101 W. River St Ste 350, Boise, Idaho 83702, and the name of the initial registered agent at this address is Derone M. Johnson.

**ARTICLE V. PURPOSE**

The purpose and manner in which the corporation will be operated is as follows:

- A. To operate a youth girls' fastpitch softball club to promote and develop amateur girls athletic competition in the Boise region, throughout State of Idaho and the United States.
- B. To sponsor and/or organize youth athletes and teams engaged in national and international competition.

c205028

- C. To educate, train, promote and foster the development of Idaho youth girls fast pitch softball players.
- D. To support and develop youth athletes for competition in amateur sports within Idaho and at the national and international level.
- E. To educate members and non-members on instructional techniques, rules, sportsmanship and integrity of girls fastpitch softball.
- F. Any other charitable, religious, education or scientific activities within the meaning of section 501 ( C )(3) of the Internal Revenue Code of 1986, as amended from time to time, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under such section 501 ( C )(3).
- G. To exercise all powers granted by law necessary to carry out the aforementioned purposes, including but not limited to, the power to accept donations of money, property, or other items of value

#### ARTCLE VI. LIMITATIONS

No part of the net earnings or the assets of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, 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 purpose set forth in Article V. hereof. 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 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 by a corporation exempt from federal income tax under Section 501 ( C )(3) of the Internal Revenue Code of 1986, as amended from time to time.

#### ARTICLE VII. MEMBERS

The Corporation shall have members managed by its Board of Directors. The Board of Directors shall consist of not less than three (3) nor more than five (5) individuals, each of whom, at all times, shall be a member of the Corporation. The actual number of Directors shall be fixed by the bylaws of the Corporation. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the

Directors shall be elected or appointed by the existing Directors in the manner and for the term provided in the Bylaws of the Corporation.

The names and addresses of the persons constituting the initial Board of Directors are:

<u>Name</u>	<u>Address</u>
Derone M. Johnson	1101 W. River St Ste 350 Boise, ID 83702
Nick Tam	333 S. Straughan Ave #213 Boise, ID 83712
Jason Tomlinson	3883 E. Barber Drive Boise, ID 83716

#### ARTICLE IX. IDEMNIFICATION

The Corporation shall indemnify any directors, officers or former director or officer of the Corporation against expenses actually and reasonably incurred by him/her in connection with the defense of any action, suit, or proceeding, civil or criminal, in which she/he is made a party by reason of being or having been a director or officer, except in relations to matters as to which she/he is adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty to the Corporation.

#### ARTICLE X. AMENDMENTS

These bylaws may be altered, amended, or repealed. A new set of bylaws may be adopted by a majority vote of the Board of Directors and members in a manner not inconsistent with Idaho Code Section 30-3-97.

#### ARTICLE XI. MEMBERSHIP DUES

Membership dues may be charged to all members or classes of membership in equal amounts or in different amounts or proportions upon different members or classes of membership and some members or classes of membership may be made exempt from such membership dues. The Board of Directors is authorized to fix the amount of membership dues from time to time, and to make them payable at such times or intervals, and upon such notice, and by such methods as the Board of Directors may prescribe.

#### ARTICLE XII. DISTRIBUTION ON DISSOLUTION

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation consistent with the purpose of the Corporation to such organization or organizations as shall at the time qualify as exempt organizations under Section 501 (C)(3) of the Internal Revenue Code of 1986, as amended from time to time, in such manner as the Board of Directors shall determine. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Corporation is located, exclusively for such purposes or to such organizations, as the court shall determine to be consistent with the purposes of the Corporation.

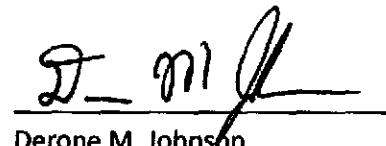
#### ARTICLE XIII. INCORPORATOR

The name and address of the incorporator is Derone M. Johnson, 1101 W. River St. Ste. 350 Boise Idaho, 83702.

#### ARTICLE XIV. BYLAWS

Provisions for the regulation of the internal affairs of the Corporation shall be set for the in the Bylaws.

Dated this 19 day of February, 2015



Derone M. Johnson

IDaho SECRETARY OF STATE  
02/19/2015 05:00  
CK:1031 CT:306605 BH:1462422  
1@ 30.00 = 30.00 INC NONP #2