



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that the original of the articles of incorporation of

KOOTENAI AMATEUR BOXING CLUB, INC.,

was filed in the office of the Secretary of State on the 17th day
of October A. D. One Thousand Nine Hundred Seventy Five and
will be
/ is duly recorded on ~~film~~ microfilm of Record of Domestic Corporations, of the State
of Idaho, and that the said articles contain the statement of facts required by Section 30-103 and
Sections 30-1001 to 30-1005, inclusive, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and
successors are hereby constituted a corporation, by the name hereinbefore stated, for
perpetual existence from the date hereof, with its registered office in this State located at
Post Falls, Idaho in the County of Kootenai .
and as such are subject to the rights, privileges and limitations granted to Non-Profit Coopera-
tive Associations as provided in Chapter 10, Title 30, Idaho Code.

IN TESTIMONY WHEREOF, I have hereunto
set my hand and affixed the Great Seal of the
State. Done at Boise City, the Capital of Idaho,
this 17th day of October
A.D., 1975 .

Secretary of State.

ARTICLES OF INCORPORATION
OF
KOOTENAI AMATEUR BOXING CLUB, INC.

The signatories to these Articles hereby associate as a non-profit cooperative association under the laws of the State of Idaho, and particularly Sections 30-1001 to 30-1006, Idaho Code, and amendments thereto and correlated provisions of the laws of the State of Idaho.

ARTICLE I.

The name of this association shall be:

KOOTENAI AMATEUR BOXING CLUB, INC.

ARTICLE II.

The objects and purposes of which this association is formed are:

- A. This association shall not engage in any form of trade or commerce or carry on any activity which will result in remunerative profit to the association or to its members. Subject to the foregoing limitations, the object, business or pursuit of this association shall be as follows:

To promote and conduct amateur boxing, wrestling, and athletic contests and exhibitions of every kind and description and to license others to conduct and present the same on the premises of this corporation.

- B. To borrow from any source, money, goods or services without limitation as to amount of corporate indebtedness or liability; and to pledge or mortgage any of its property as security therefor in any manner permitted by law.
- C. To buy, lease, hold and exercise all privileges of ownership in and to the real or personal property as may be necessary or convenient for the conduct and operation of the business of the association, or incidental thereto.

- D. To acquire and to hold, own and exercise all rights of ownership in, and to sell, transfer or pledge shares of capital stock or bonds or become a member or a stockholder of any corporation or association engaged in any related activities.
- E. To establish reserves and to invest the funds thereof in stocks, bonds and other property as the Board of Directors may deem satisfactory.
- F. To have and to exercise all powers, privileges and rights conferred on corporations by laws of the State of Idaho, and all powers and rights incidental in carrying out the purposes for which this association is formed, except such as are inconsistent with the express provisions of the act under which this association is incorporated.
- G. The foregoing shall be construed both as objects and powers and the enumeration thereof shall not be held to limit or restrict in any manner the general powers conferred on this association by the laws of the State of Idaho, all of which are hereby expressly claimed.

ARTICLE III.

The place where the principal business of the association is to be transacted is at Post Falls, Kootenai County, State of Idaho, but the association may maintain offices and places of business at such other places within the State of Idaho as the Board of Directors may determine.

ARTICLE IV.

The duration of this corporation shall be perpetual.

ARTICLE V.

The private property of the members shall not be subject to payment of association debts to any extent whatever.

ARTICLE VI.

Section 1. This association shall not have capital stock, and its capital shall be represented by membership certificates which shall be issued and subject to ownership in accordance with the By-Laws of this Association. The rights and interests

of all members shall be equal and no member can have or acquire a greater interest therein than any other member.

Section 2. This association shall, by its By-Laws, provide the terms and conditions of membership.

Section 3. Membership fees shall be fixed and regulated by the By-Laws. Each member, whose fees are fully paid and who is not in arrears regarding payments for dues, shall be entitled to one vote at any meeting of the members of the association, for each membership certificate held. Assessments against members, and a determination of their liability, shall be fixed by the By-Laws of this association, which shall provide for the manner of collection and its enforcement and also for the lapse of membership and forfeiture of the right to the use of the association's facilities, for the non-payment of membership fees.

Section 4. This association is organized as a non-profit association for the mutual benefit of its members and will not have profits. All fees received for admission of members shall be placed in the surplus fund to be used only for the payment of indebtedness, repairs, building and maintenance. After all expenses of the association are paid each year, and a reasonable reserve, as determined by the Board of Directors, set aside, any income of the association in excess thereof shall be used to reduce the charges for the next years operations.

ARTICLE VII.

The number, qualifications, terms of office, manner of election, time and place, manner of calling of meetings, and

the powers and duties of the Board of Directors shall be prescribed by the By-Laws.

WITNESS the hands and seals of the incorporators, whose names and addresses are stated below, each subscribing to a membership certificate.

NAME

ADDRESS

Robert L. Graves
Robert L. Graves

Box 246, Post Falls, Idaho

Norma L. Graves
Norma L. Graves

Box 246 Post Falls, Idaho 83854

Robert J. McMurray
Robert J. McMurray

LOT-1-BLK-2 POST FALLS 83854

Randy Geib
Randy Geib

1302 Buick CDA

Ralph McComas
Ralph McComas

2620 N. 4th Coeur d'Alene

STATE OF Idaho)
County of Boatwai)^{ss}

On this 14 day of October, 1975, before me the undersigned Notary Public, personally appeared ROBERT L. GRAVES, NORMA L. GRAVES, ROBERT J. McMURRAY, RANDY GEIB and RALPH McCOMAS, known to me to be the persons whose names are subscribed to the foregoing instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

Herbert Hage
Notary Public for Idaho
Residing at CDA