

State of Idaho

Department of State.

CERTIFICATE OF INCORPORATION OF

THE COEUR D'ALENE SOFTBALL TOURNAMENT ASSOCIATION, 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 _____

THE COEUR D'ALENE SOFTBALL TOURNAMENT ASSOCIATION, 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 May 29, 19 84.

Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk



ARTICLES OF INCORPORATION
OF
COEUR D'ALENE SOFTBALL TOURNAMENT ASSOCIATION, INC.

The undersigned, all being citizens of the United States,
desiring to form a non-profit Corporation pursuant to the terms
of I.C. 30-301 through I.C. 30-332 do hereby certify:

ARTICLE I

The name of this non-profit corporation is: The Coeur d'
Alene Softball Tournament Association, Inc.

ARTICLE II

This corporation is not formed for profit to any of its
members or to itself.

ARTICLE III

The duration of this corporation shall be unlimited and
perpetual.

ARTICLE IV

The purpose or purposes for which the corporation is
organized is to foster, develop, promote, and conduct amateur
softball tournaments within the city of Coeur d'Alene, State
of Idaho; to cooperate with the Recreational Department of
the city of Coeur d'Alene, State of Idaho; and to extend the
game of softball as a recreational activity.

To that end, the corporation shall have the following
powers:

1. To establish funds, for the maintenance and management of all monies or properties both real and personal, tangible or intangible which may be delivered to the corporation,

and to manage such funds to the best interest of and for the purposes of the corporation, and in consistence with, insofar as is possible, the purposes for which such monies and/or properties were delivered to the corporation.

2. To receive gifts, donations, grants of money or property directly or in trust, or otherwise, from a foundation, citizen, municipality, state, United States or foreign government, delivered to said corporation for any purpose general or incidental to the purpose for which this corporation is formed.

3. To enter into such contracts and to incur such obligations as are consistent with the objectives and purposes of this corporation; but the private property of the officers, directors, and members of the corporation shall be exempt from the debts of the corporation, and no officer, director or member shall be individually or collectively liable or responsible for any debts or liabilities of the corporation.

4. To purchase, lease, or otherwise acquire real or personal property of any kind, tangible or intangible and to sell, exchange, lease, mortgage, or otherwise deal with the whole or any part of such property or rights, and generally do anything or perform any act which shall be necessary and proper to the best interests of said corporation in accomplishing any of the objectives and purposes herein set forth.

5. To borrow money, to issue bonds, debentures, notes and other obligations of this corporation from time to time for any of the objectives or purposes of this corporation, and to mortgage, pledge, hypothecate or convey in trust or otherwise

any or all of the property of the corporation to secure the payment thereof.

6. To invest on behalf of itself or others, any money or property of the corporation and such additional funds as it may obtain, or any interest therein, in any manner; to vary the investments of the corporation, and generally, to sell, exchange, or otherwise dispose of, deal with, and turn to account, any of the assets of the corporation.

7. To endorse, guarantee, and secure the payment and satisfaction of loans, bonds, debentures, obligations, and evidences of indebtedness; to guarantee and assure the payment or satisfaction of interest on obligations; to assume the whole or any part of the liabilities, existing or prospective, of any person, corporation, firm, or association.

8. To engage in any lawful act or activity for which corporations may be organized under general corporation laws of Idaho, where not inconsistent herewith.

ARTICLE V

The membership of this corporation is open to any and all interested persons. All memberships shall be voluntary and extend for the duration of the fiscal year unless cancelled by the Board. The administration and general affairs of the corporation shall be directed by an executive board hereafter known as the Board. The Board shall administer the affairs of the association between general membership meetings. The Board shall consist of the officers, amateur softball association district commissioner or representative, a representative of

the Coeur d'Alene Parks and Recreation Commission, and two at-large directors, appointed by the President with Board approval. The officers shall be a President, Vice-President, and Secretary-Treasurer. The Secretary-Treasurer will be appointed by the President with Board approval. The President and Vice-President shall be elected from within the governing body. If any Board member shall miss two consecutive meetings without valid excuse, he may be replaced by the President with Board approval. Each member of the Board of Directors shall have one (1) vote; each member of the association shall have one (1) vote at all general meetings. Any office vacated during the fiscal year may be filled by a temporary appointment by the Board. All officers shall serve for a term of three years until their successors have been duly elected.

ARTICLE VI

This corporation is not organized for pecuniary profit and shall not issue capital stock; all of the properties and assets of this corporation shall be and are irrevocably dedicated to the purposes for which this corporation is formed and no part of the monies, properties or assets of this corporation, upon dissolution or otherwise, shall inure to the benefit of any member of this corporation or to any private person or individual.

Notwithstanding any other provisions of these articles, the corporation 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.

Upon the winding up and dissolution of this corporation after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to a non-profit fund, foundation or corporation which has established its tax exempt status under section 501(C)(3) of the Internal Revenue Code.

ARTICLE VII

The street address of the initial registered office is 201 Harrison Avenue, Coeur d'Alene, ID; and its initial registered agent at such address is Keith Matheny.

ARTICLE VIII

The names and addresses of the directors constituting the initial Board of Directors are as follows:

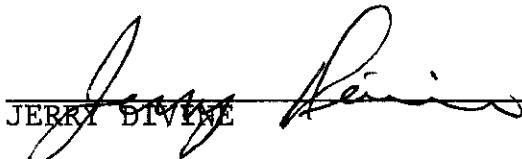
Hugh Neuman, 1607 Elm Avenue, Coeur d'Alene, ID
Jerry Divine, 1522 Lookout Drive, Coeur d'Alene, ID
Keith Matheny, 1569 Lookout Drive, Coeur d'Alene, ID
Steve Anthony, 715 Government Way, Coeur d'Alene, ID
Dave Chapman, 1558 Lookout Drive, Coeur d'Alene, ID
Sam Pendleton, S. 140 Park Drive, Post Falls, ID
Don Sauer, 11365 E. Shore Drive, Hayden Lake, ID

ARTICLE IX

The name and street address of each incorporator is as follows:

Hugh Neuman, 1607 Elm Avenue, Coeur d'Alene, ID
Jerry Divine, 1522 Lookout Drive, Coeur d'Alene, ID
Keith Matheny, 1569 Lookout Drive, Coeur d'Alene, ID


HUGH NEUMAN


JERRY DIVINE

Keith Matheny
KEITH MATHENY

STATE OF IDAHO)
County of Kootenai) ss.

On this 24th day of May, 1984, before me, Chenyl
Klein, Notary Public for Idaho, personally appeared HUGH
NEUMAN, JERRY DIVINE, and KEITH MATHENY, known or identified
to me to be the persons whose names are subscribed to the
within instrument, and acknowledged to me that they executed
the same.

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

Cheryl Klein
Notary Public for Idaho
Residing at: Coeur d'Alene