

State of Idaho

Department of State

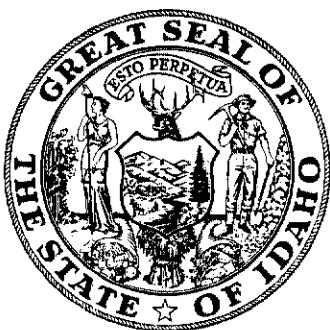
CERTIFICATE OF INCORPORATION OF

PORTNEUF VALLEY JUDO CLUB, INC.
File number C 111380

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 PORTNEUF VALLEY JUDO 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: July 17, 1995



Pete T. Cenarrusa
SECRETARY OF STATE
By *Ara Seikel*

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SECRETARY OF STATE OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION

OF

PORTNEUF VALLEY JUDO CLUB, INC.

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, a citizen of the United States of America and over the age of 21 years, desiring to form a corporation under the laws of the State of Idaho, does hereby certify:

ARTICLE I

NAME

This organization shall be known as the "Portneuf Valley Judo Club, Inc." and shall be referred to hereafter as "The Club".

ARTICLE II

NONPROFIT STATUS

This corporation is a nonprofit corporation.

ARTICLE III

DURATION

The duration of this corporation shall be perpetual.

ARTICLE IV

PURPOSES AND OBJECTIVES

The purpose of this corporation shall be:

1. To organize in the Pocatello, Idaho local area for the purpose of promoting the art and science of Kodokan Judo as a sport and as a cultural pursuit for the mutual health and welfare of all participants.
2. To cooperate with all Judo organizations in all

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sanctioned regional and national Judo programs.

3. To foster and maintain competition among its members on a high standard of sportsmanship and to provide rules and procedures governing such competition.

ARTICLE V

MEMBERSHIP

Section 1. Membership in this club shall be open to anyone regardless of race, creed, color, sex, or national origin.

Section 2. There shall be two classes of membership. They are: (1) Participatory, and (2) Associate. A participatory member shall be a member recognized as a Black Belt rank holder with the U.S.J.I., U.S.J.F., or U.S.J.A. Participatory members shall also include registered members of the United States Judo, Inc. or the United States Judo Federation or the United States Judo Association (U.S.J.I., U.S.J.F., or U.S.J.A.). The associate members of the Club may be those who are parents of minor persons who are members or members of the general community having the purposes and objectives as set forth in Article IV above and having met any additional requirements as defined in the corporate By-Laws.

ARTICLE VI

GOVERNMENT

This Club shall be an independent organization officially recognized by the Idaho Judo, Inc. and/or Intermountain Yudanshakai and governed by its Constitution and By-Laws. The Club shall cooperate with the United States Judo, Inc.; Idaho Judo, Inc.; and/or the Intermountain Yudanshakai (that is, the Intermountain Judo Black Belt Association); and the United States

Judo Federation. The Club may also cooperate with other sports governing bodies for the furtherance of Judo, provided such cooperation does not place at risk the Club's autonomy as an independent organization.

ARTICLE VII

MANAGEMENT

Section 1. The management of the Club shall be vested in the officers and the Board of Directors. All of the books and records of the Club are open for inspection at any reasonable time by either the participatory or associate members of the Club.

Section 2. The officers of the Club shall be: President, Vice-President, Secretary, and Treasurer. The offices of Secretary and Treasurer may be held by either one or two individuals. The Board of Directors shall consist of participatory or associate members over the age of eighteen and as defined above.

Section 3. The offices of President, Vice-President, Secretary, and Treasurer shall be held by persons who are either participatory or associate members over the age of eighteen and as defined in Article V above.

Section 4. General membership in the Club, which is neither participatory nor associate, may be enjoyed by all who are registered with U.S.J.I., U.S.J.F., or U.S.J.A.

Section 5. The voting membership of the Club shall be the participatory and associate members.

ARTICLE VIII

POWERS

All powers not specifically granted to the officers of the Club shall be vested with the Board of Directors.

ARTICLE IX

BY-LAWS

By-Laws shall exist as a separately enacted instrument.

ARTICLE X

DISSOLUTION

The officers and Board of Directors may vote to dissolve the Club. In the event of any dissolution, the funds of the Club shall, after all outstanding obligations are paid in full, be given to Idaho State University Judo Club.

ARTICLE XI

BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall consist of three Directors. The names and addresses of such Directors are as follows:

Joseph A. Spillman

255 North 13th
Pocatello, Idaho 83201

Trey Mink

1790 South 1600 East
Gooding, Idaho 83330

Sami Tadehara

5165 Mohawk
Pocatello, Idaho 83204

ARTICLE XII

INITIAL REGISTERED OFFICE

The street address of the initial registered office of the corporation is 326 East Center, Pocatello, Bannock County, Idaho 83201, and the name of the initial registered agent of the

corporation at such street address is Joseph A. Spillman.

ARTICLE XIII

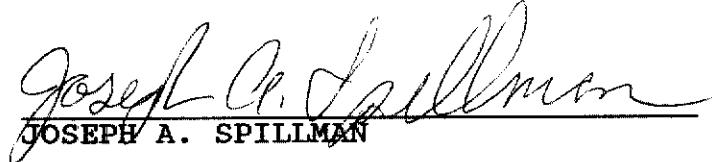
INCORPORATORS

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

Joseph A. Spillman

255 North 13th
Pocatello, Idaho 83201

IN WITNESS WHEREOF, I, the undersigned incorporator, for the purpose of forming this corporation under the statutes of the State of Idaho, have executed these Articles of Incorporation this 11 day of July, 1995.


JOSEPH A. SPILLMAN

STATE OF IDAHO)
ss
County of Bannock)

On this 11 day of July, 1995, before me, the undersigned Notary Public in and for said State, personally appeared Joseph A. Spillman, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he 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.



Notary Public for Idaho
Residing at: Pocatello, Idaho
Commission Expires: 2001