

**Articles of Incorporation  
of the  
Idaho Taekwondo Association, Inc.**

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IDAHO SECRETARY OF STATE  
08/04/1997 09:09 AM  
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INC. OF IDAHO  
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The undersigned, acting as the incorporator of a nonprofit corporation ("Corporation") organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), adopts the following Articles of Incorporation ("Articles").

**Article I. Name**

The name of the Corporation is **Idaho Taekwondo Association, Inc.**

**Article II. Nonprofit Status**

The Corporation is a nonprofit corporation.

**Article III. Period of Duration**

The period of duration of the Corporation is perpetual.

**Article IV. Registered Office and Agent**

The location of the Corporation is in the City of **Boise**, County of **Ada** and in the State of Idaho. The address of the initial registered office is **c/o Drozda Law Offices, PLLC, 3413 North Cole Road, Suite 207, Boise, ID 83704**, and the name of the initial registered agent at this address is **Robert L. Drozda**.

**Article V. Purposes**

The purposes for which the Corporation is organized and will be operated are as follows:

**A.** To educate the general public and foster an appreciation of the martial art of Taekwondo through lectures, seminars, clinics, tournaments, and any and all other appropriate means;

**B.** To be a member of the United States Taekwondo Union, Inc. ("USTU") as a State Association as defined in the USTU Bylaws;

C. Charitable, religious, educational, or scientific 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 under such Section 501(c)(3); and

D. To exercise all powers granted by law necessary and proper to carry out the foregoing purposes, including, but not limited to, the power to accept donations of money, property, whether real or personal, or any other things of value. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or to do any act that a corporation formed under the Act, or any amendment thereto or substitute therefor, may not at that time lawfully carry on or do.

## **Article 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, delegates, 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 purposes set forth in Article V hereof. No substantial part of the activities of the Corporation shall be for the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions 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 who shall have such rights as are provided in the Act that are consistent with the management authority that these Articles grant the Board of Governors of the Corporation. The various classes of members, the qualifications for membership, the method for becoming a member, the rights and privileges of a member, the liability of members for dues and assessments, and the termination of membership shall be set forth in the Bylaws. All members shall be bound by the Bylaws and subject to the authority of the Corporation with respect to the purposes for which it is organized.

## **Article VIII. Board of Governors**

Its Board of Governors shall manage the affairs of the Corporation. The number of delegates serving on the Board of Governors shall be fixed in accordance with the Corporation's Bylaws. Each delegate to the Board of Governors shall, at all times, be a member of the Corporation. Other than the delegates constituting the initial Board of Governors, who are designated in these Articles, the delegates shall be elected by the members of the Corporation in the manner and for the term provided in the Bylaws of the Corporation.

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

<u>Name</u>	<u>Address</u>
Larry Duke	P.O. Box 1512 McCall, ID 83638
Gary Petersen	P.O. Box 1298 Ketchum, ID 83340
Robert L. Drozda	Drozda Law Offices, PLLC 3413 North Cole Road, Suite 207 Boise, ID 83704

### **Article IX. 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 Governors 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 Governors may prescribe.

### **Article X. Distribution Upon Dissolution**

Upon dissolution of the Corporation, the Board of Governors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation consistent with the purposes of the Corporation to such organization or organizations as shall at that 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 Governors 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 then located, exclusively for the purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.

### **Article XI. Incorporator**

The name and street address of the incorporator is **Larry Duke, P.O. Box 1512 McCall, ID 83638.**

### **Article XII. Bylaws**

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws. The Board of Governors of the Corporation shall be authorized to amend the Corporation's Bylaws at a properly noticed special or regular meeting of the Board of Governors.

DATED this 28 day of June, 1997

  
\_\_\_\_\_  
Larry Duke


STATE OF IDAHO            )  
                                      : ss.  
County of Ada            )

**Larry Duke**, being first duly sworn, upon oath, deposes and says:

That he is the incorporator named in the above-entitled Articles of Incorporation;  
that he has read the foregoing Articles of Incorporation and knows the contents thereof and that  
the same are true as he/she verily believes.

  
\_\_\_\_\_  
Larry Duke

SUBSCRIBED AND SWORN To before me this 16th day of July, 1997

  
\_\_\_\_\_  
Notary Public for Idaho  
Residing at McCall Idaho  
My Commission Expires: 8/19/97

(SEAL)