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SECRETARY OF STATE
STATE OF IDAHO

1 ROBERT L. ALDRIDGE, CHARTERED
2 Attorney at Law
3 1209 North Eighth Street
4 Boise, Idaho 83702-4297
5 Telephone: (208) 336-9880
6 Fax: (208) 336-9882
7 Attorney for Corporation

8 Articles of Incorporation
9 Of
10 MERIDIAN ICE SKATING DEVELOPMENT FUND, INC.

11 KNOW ALL MEN BY THESE PRESENTS, that the undersigned, being of legal age and citizens
12 of the United States, for the purpose of forming a body corporate in accordance with the provisions
13 of the Idaho Non-Profit Corporation Act, §§30-3-1, et seq., of the Revised Statutes of the State of
14 Idaho, do hereby make, execute, and acknowledge these Articles of Incorporation, in writing as
15 follows:

16 ARTICLE I

17 The corporate name of this association shall be Meridian Ice Skating Development Fund, Inc.

18 ARTICLE II

19 This association shall be a non-profit corporation. This organization is not organized for profit, and
20 no part of the net earnings shall inure to the benefit of any private shareholder.

21 ARTICLE III

22 The period of duration of this association shall be perpetual.

23 ARTICLE IV

24 The purposes for which said association is formed are:

25 (a) The following list of purposes shall be the sole and only purposes for which said association
26 is formed, and these Articles and the following list of purposes shall comprise the limits on the
27 activities of the association, which said association shall not have the power, authority, or ability
28 to operate outside said purposes. Notwithstanding any other provisions of these Articles, the
29 association shall not carry on any other activities not permitted to be carried on by an organization
30 exempt from Federal Income Tax under §501(c)(3) et seq. of the Internal Revenue Code of 1986,
31 as amended, and in particular the individual code sections hereinafter referenced, if any.

32 (b) The association is constituted so as to attract substantial support from a representative number
33 of persons and entities in the State and community in which it operates. No substantial part of the
34 activities of the association shall be the carrying on of propaganda, or otherwise attempting to
35 influence legislation, and the association shall not participate in, or intervene in, any political
36 campaign on behalf of any candidate for public office.

Articles of Incorporation, Meridian Ice Skating Development Fund, Inc.

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1 (c) The purposes for which the association is to be formed are for purposes within the meaning
2 of §501(c)(3) et seq. of the Internal Revenue Code. To said ends, the association may cooperate
3 with other associations not created for propaganda purposes to advance such purposes as are
4 within the foregoing Code sections, to the extent not in conflict with said Internal Revenue Code
5 sections and attendant law or regulations, including carrying on of nonpartisan legislative activities
6 to further the above goals. The association may do everything necessary, suitable, or proper for
7 the accomplishment, attainment, or furtherance of, or do every other act or thing incidental,
8 appurtenant, growing out of, or connected with, the purposes, objects, or powers set forth in these
9 Articles, whether alone, or in association with others, and shall possess all the rights, powers, and
10 privileges now or hereafter conferred by the laws of Idaho. PROVIDED, HOWEVER, that nothing
11 herein shall be construed as authorizing the association to possess any purpose, object, or power,
12 or to do any act or things:

13 1. forbidden by law to a not-for-profit corporation organized under the laws of the State of
14 Idaho; or,

15 2. which, either expressly or by interpretation or by operation of law, would prevent it from
16 qualifying and continuing to qualify as a Corporation described in §§501(c)(3) et seq. of the
17 Internal Revenue Code of 1986, as amended, nor to engage directly or indirectly in any
18 activity which would cause the loss of such qualification.

19 d. The incorporator of the association, together with such other persons as said incorporator may
20 elect, shall comprise the initial Board of Trustees, which said board, by majority vote, shall
21 administer the above purposes.

22 e. The association may do any and all things necessary and incidental in carrying out the aforesaid
23 objects, or any of them, and exercise the usual powers of corporate bodies.

24 f. The association may sue and be sued, complain and defend in any law or equity.

25 g. The association may have and use a corporate seal, which may be altered at pleasure.

26 h. The association may elect such officers and appoint such agents as the business of the
27 association shall require and allow them suitable compensation.

28 i. The association may make by-laws not inconsistent with the Constitution or laws of the United
29 States and/or of this State, for the management of its property and the regulation and government
30 of its affairs.

31 j. The association may wind up and dissolve itself, or be wound up and dissolved in the manner
32 provided by the statutes of this State. Upon the winding-up and dissolution of this association, after
33 paying or adequately providing for the debts and obligations of the association, the remaining
34 assets shall be distributed to a non-profit fund, foundation or association which has established its
35 tax exempt status under §501(c)(3) et. seq. of the Internal Revenue Code.

36 k. This association is organized exclusively for purposes within the meaning of §501(c) et. seq. of
37 the Internal Revenue Code. Notwithstanding any other provision of these Articles, the association
38 shall not carry on any other activities not permitted to be carried on by an organization exempt from
39 Federal income tax under said section of the Internal Revenue Code.

1 I. The association may accept donations from other persons and/or entities in support of the above
2 purposes.

3 m. The primary purpose of the corporation shall be:

- 4 1. To create opportunities for people to discover, master, and appreciate figure skating
5 and ice hockey on a local, regional, national, or international level;
- 6 2. To aid in the creation of such opportunities by seeking public and private resources
7 to build and support a temporary community event center and ice arena in the
8 Southwestern Idaho region, and subsequently, build a permanent ice arena;
- 9 3. To promote public participation and support for, and thereby increase interest in, the
10 sports of figure skating and ice hockey in the Southwestern Idaho region;
- 11 4. To sponsor public events such as competitions, exhibitions, tournaments,
12 discussion groups, forums, panels, and training schools related to figure skating
13 and ice hockey, or to the administration, judging, and conduct of figure skating and
14 ice hockey events;
- 15 5. To provide financial assistance through grants and awards for the instruction and
16 training of active skating individuals, competitors, judges, officials, or administrators
17 for the purpose of improving or developing their capabilities;
- 18 6. To support the educational goals of active skating individuals through scholarship
19 assistance;
- 20 7. To seek public and private resources to support the above purposes of the
21 organization and the public it serves and to obtain significant public use of the
22 opportunities described in these purposes;
- 23 8. To exercise all powers granted by law necessary and proper to carry out the
24 foregoing purposes, including but not limited to, the power to accept donations of
25 money, property, whether real or personal, or any other things of value.

26 ARTICLE V

27 At the time of formation, the affairs of the association shall be under the control of Trustees; and
28 those who shall, as Trustees, manage the affairs of the association for the first year, and until their
29 successors are duly elected and qualified, are:

30 Charlotte W. Catlett
31 PMB 396
32 10400 Overland Rd.
33 Boise, ID 83709

34 Robert L. Aldridge
35 1209 N. Eighth Street
36 Boise, ID 83702-4297

1 Hon. Wayne L. Kidwell
2 P.O. Box 83720
3 Boise, ID 83720-0101

4 Karen L. Osgood
5 1928 Tallwood Lane
6 Boise, Idaho 83706

7 James H. Osgood
8 1928 Tallwood Lane
9 Boise, Idaho 83706

10 At the first annual meeting following the expiration of the one year period for which the Trustees
11 herein designated will serve, and at each annual meeting thereafter, a new Board of Trustees will
12 be elected in accordance with the provisions of the by-laws of the association and the laws of the
13 State of Idaho. The number of Trustees may be modified by amendment of the by-laws of this
14 association.

15 ARTICLE VI

16 This association shall have no capital stock. Membership in the association shall be evidenced by
17 certificates, as further provided in the by-laws of the association.

18 ARTICLE VII

19 Membership in this association shall not be transferable except upon the approval of the Board of
20 Trustees. The above provision shall be recited in all certificates of membership issued.

21 ARTICLE VIII

22 These Articles may be amended as provided for by the Idaho Non-Profit Corporation Act, Idaho
23 Code §§30-3-1, et seq.

24 ARTICLE IX

25 The by-laws of the association for the management of its affairs shall be adopted by the Trustees
26 of said association, and said Trustees will be empowered to amend or repeal said by-laws in
27 accordance with the provisions thereof.

28 ARTICLE X

29 Voting shall be allowed on the basis of one vote per member, with cumulative voting allowed.


30 ARTICLE XI

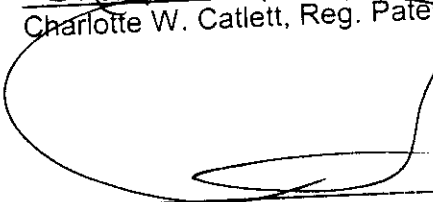
31 In the event of the liquidation or dissolution of the association, the assets of the association, after
32 the payment of all debts and obligations shall be donated to another non-profit organization with
33 similar objectives, operating in Idaho, or if none, operating in as close a proximity to Idaho as
34 possible, as more particularly described and limited in Article IV(j) hereof.


ARTICLE XII

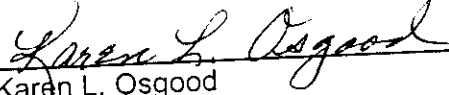
The initial registered agent for this corporation is Charlotte W. Catlett, 2197 S. Retriever Way, Meridian, Idaho 83642.

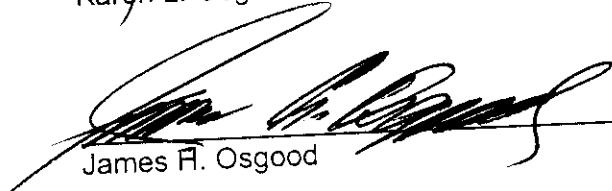
IN WITNESS WHEREOF, the incorporators do hereby make, sign, and acknowledge these Articles of Incorporation this 31 day of January, 2002.


Charlotte W. Catlett, Reg. Patent Attorney

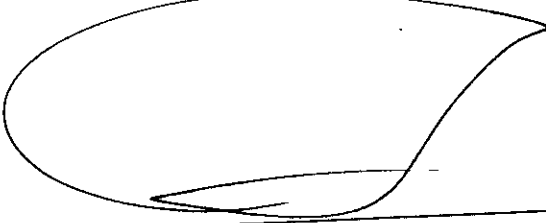

Robert L. Aldridge, Attorney at Law


Hon. Wayne L. Kidwell, Justice of the Supreme Court of the State of Idaho


Karen L. Osgood


James H. Osgood

THE UNDERSIGNED hereby certifies that the undersigned is an officer and trustee of Meridian Ice Skating Development Fund, and that the above Articles of Incorporation were duly adopted by the Corporation and the Board of Trustees at a meeting thereof, by unanimous consent, on January 31, 2002.


Robert L. Aldridge