



CERTIFICATE OF INCORPORATION  
OF

BOISE INTERNATIONAL WRESTLING CLUB, INCORPORATED

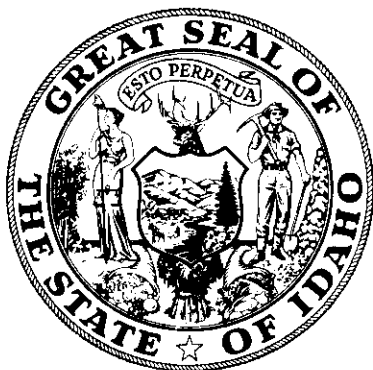
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that  
duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

BOISE INTERNATIONAL WRESTLING CLUB, INCORPORATED

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 21 \_\_\_\_\_, 19 80 \_\_\_\_\_



SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION

of

Boise International Wrestling Club, Incorporated

( A Non-profit Corporation organized and existing under the laws of the State of Idaho, to Title 30, Chapter 3, Idaho Code,

We, the undersigned natural persons of the age of 18 or more, acting as incorporated for the purpose of creating a non-profit Corporation under the laws of the State of Idaho, do hereby setforth:

ARTICLE I

The name of this Corporation shall be, Boise International Wrestling Club, Inc.

ARTICLE II

Duration

The duration of the Corporation shall be perpetual.

ARTICLE III

Non-Profit Purpose

The Corporation is formed exclusively for purposes for which a corporation may be formed under the Idaho Non Profit Corporation Act, and not for pecuniary profit or financial gain. No part of the income of the Corporation shall inure to the benefit of any member, trustee, director, officer of the Corporation, or private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation) and no member, trustee, director or officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the Corporation assets upon any dissolution of the Corporation or otherwise.

ARTICLE IV

Prohibited Activities

The Corporation shall not engage nor shall any of its funds, property, or income be used in carrying on propaganda or otherwise attempting to influence legislation, nor shall the Corporation participate in or intervene in (including the publishing or dis-

1 tributing of statements) any political campaign on behalf of any  
2 candidate for public office, nor shall the Corporation engage in  
3 subversive or unAmerican activities.

#### 4 ARTICLE V

##### 5 Purposes

6 The Corporation is formed:

7 (A) to teach, train, encourage, foster, stimulate, and  
8 develop amateur wrestling and related athletic skills to young  
9 people.

10 (B) to develop the character, mental and physical condi-  
11 tion, and good citizenship of young people by teaching them cour-  
12 age, self-reliance, and kindred virtues through amateur wrestling.

13 (C) to provide for the mutual assistance enjoyment and im-  
14 provement of young people by encouraging their participation in  
15 wrestling meets and related athletic events, shows, meetings or  
16 training sessions sponsored by the Corporation.

17 (D) to promote ethical principles and practices among young  
18 people and to increase the public's awareness of the virtues and  
19 beneficial attributes of amateur wrestling.

20 (E) to do all other things incidental to the carrying out  
21 of the purposes of this Corporation, including the assistance  
22 of other organizations or persons whose activities are such as  
23 will attain such purposes and objectives.

24 (F) to have such lawful powers and authority as enumerated  
25 by Section 30-307 Idaho Code, or other provision in the Idaho non-  
26 profit Corporation Act.

27 (G) notwithstanding anything herein to the contrary, the  
28 Corporation shall exercise only such powers and do such things  
29 as are in furtherance of the exempt purposes of organizations set  
30 forth in Section 501 (C) of the Internal Revenue Code and the  
31 regulations thereunder, as the same now exist or as they may be  
32 hereafter amended from time to time.

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ARTICLE VI

Memberships

The Corporation shall not have any capital stock and shall issue memberships together with the rights appertaining thereto, in accordance with the bylaws.

ARTICLE VII

Directors

The board of directors of the Corporation shall consist of not less than three (3) persons, nor more than seven (7) persons. The directors constituting the first board of directors are:

<u>Thomas M. McClure</u>	<u>2715 N. 31st St. Boise, Ida.</u>
name	address
<u>Golden F. Wardle, Jr.</u>	<u>4433 Greer St. Boise, Ida.</u>
name	address
<u>Harvey L. Neef</u>	<u>2629 Hillway Dr. Boise, Ida.</u>
name	address

who shall serve until the first annual election of directors as provided in the bylaws or until their successors are elected and qualified. Thereafter, directors shall be elected or appointed in the manner and for the terms provided in the bylaws.

ARTICLE VIII

Registered office and agent

The registered office of the Corporation shall be at 2715 North 31st Street, Boise, Ada County, Idaho 83703. The registered agent at this address shall be: Thomas M. McClure. The Corporation may have such other offices as from time to time maybe designated in the bylaws.

ARTICLE IX

Distribution or Dissolution

Upon any dissolution of the Corporation, the balance of all money and other property of the Corporation arising from any source, after payments of all debts and obligations of the Corporation and costs and expenses of dissolution, shall be distributed exclusively for purposes within the intendment of Section 501 (C) of the Internal Revenue Code as the same now exists or as it may

be amended from time to time.

ARTICLE X

Incorporators

The name and places of residence of all the incorporators are as follows:

<u>Thomas M. McClure</u>	<u>2715 N. 31st St. Boise, Ida.</u>
name	address
<u>Golden E Wardle, Jr.</u>	<u>4433 Greer St. Boise, Ida.</u>
name	address
<u>Harvey L. Neef</u>	<u>2629 Hillway Dr. Boise, Ida.</u>
name	address

We the undersigned, being each of the incorporators named next above for the purpose of forming a non-profit corporation pursuant to Title 30, Chapter 3, Idaho Code, do certify that the facts herein stated are true and correct accordingly set our hands and seals this 13<sup>th</sup> day of May, 1980.

<u>Thomas M. McClure</u>
Thomas M. McClure
<u>Golden E Wardle, Jr.</u>
Golden Wardle
<u>Harvey L. Neef</u>
Harvey L. Neef

State of Idaho

County of Ada s.s.

On this 13<sup>th</sup> May 1980, before me, the undersigned, a notary public in and said state, personally appeared: Thomas M. McClure: Golden Wardle: and Harvey L. Neef, known to me to be the persons whose names are subscribed above, and duly signed and attested the same in my presence.

Sworn to before me

<u>[Signature]</u>
Notary Public
residing at
<u>Boise</u>
City, State