

State of Idaho

Department of State

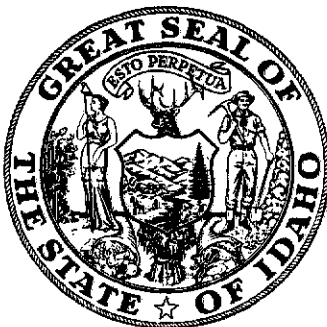
CERTIFICATE OF INCORPORATION OF

GREATER ST. MARIES YOUTH SOCCER ASSOCIATION, INC.
File number C 111917

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 GREATER ST. MARIES YOUTH SOCCER 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: September 1, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *Louisa Harold*

SEP 1 8 47 AM '95
SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION
OF
GREATER ST. MARIES YOUTH SOCCER ASSOCIATION,

IDAHO SECRETARY OF STATE
9/1/95 9:00:00 AM
Customer # 49197
IVC960011531 16394
CORPORATION NON PROFIT
1 @ 30.00 = 30.00

ARTICLE I
CORPORATION NAME

This corporation shall be known as Greater St. Maries Youth Soccer Association , Inc.

ARTICLE II
NONPROFIT STATUS

Greater St. Maries Youth Soccer Association is a nonprofit corporation. No part of the income of the corporation may be distributed to the members, directors, or officers of the corporation. Reasonable compensation for services rendered, payment of benefits in conformity with the purposes of the corporation and reimbursement of expenses may be paid to members, directors, or officers only insofar as consistent with the Idaho Code Title 30, Chapter 3, and the provision of Sections 170(c) (2) and 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).

ARTICLE III
DURATION OF CORPORATION

The duration of Greater St. Maries Youth Soccer Association shall be perpetual.

ARTICLE IV
CORPORATE PURPOSES

Greater St. Maries Youth Soccer Association is organized exclusively for charitable purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code. Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal income tax under Section 501 (c) (3) of the Internal revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law) or (b) by an organization contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue law).

Upon dissolution of this organization, assets shall be distributed to nonprofit organization having tax exempt status under Section 501 (c) (3) of the Internal Revenue Code for one or more exempt purposes within the meaning of said Internal Revenue Code (or corresponding provision of any future tax code), or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed by the Court of Common Pleas in the County in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized exclusively for such purposes.

This corporation is organized for the purpose of organizing soccer teams for youth as an alternative to other less desirable activities.

ARTICLE V CORPORATE POWERS

Subject to any limitations and conditions which are or may be prescribed by law, or in these Articles of Incorporation, or in the Bylaws of this corporation, Greater St. Maries Youth Soccer Association shall have all powers which are now or hereafter conferred by law upon a corporation organized under Idaho Code Title 30, Chapter 3.

ARTICLE VI REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of this corporation shall be:

1114 2nd St.
St. Maries, Idaho 83861

The initial registered agent shall be JONATHAN ISENBURG.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The names and addresses of the directors constituting the initial board of directors of this corporation are:

Jim Arrhenius
610 7th
St. Maries ID 83861

Vicki Arrhenius
610 7th
St. Maries ID 83861

Janelle Buell
102 Riverdale Drive
St. Maries ID 83861

Jonathan Isenberg
1114 2nd St.
St. Maries ID 83861

Lynn Masterson
1909 Idaho
St. Maries ID 83861

Jacquie Moore
HCO 1 Box 223-B
St. Maries ID 83861

Linda Searles
HCO 1 Box 55-B
St. Maries ID 83861

The management of this corporation will be vested in the board of directors. The number, qualification, terms of office, manner of election, time and place of meeting, and powers and duties of the directors shall be prescribed by the bylaws of the corporation.

ARTICLE VIII
MEMBERSHIP AND STOCK

This corporation shall have no capital stock. It shall have members. The classes of membership, qualifications, voting rights, time and place of meeting, and powers and duties of the members shall be prescribed by the bylaws of the corporation.

ARTICLE IX
INCORPORATORS

The names and address of each incorporator of Greater St. Maries Youth Soccer Association are:

Jim Arrhenius
610 7th
St. Maries ID 83861

Vicki Arrhenius
610 7th
St. Maries ID 83861

Janelle Buell
102 Riverdale Drive
St. Maries ID 83861

Jonathan Isenberg
1114 2nd St.
St. Maries ID 83861

Lynn Masterson
1909 Idaho
St. Maries ID 83861

Jacquie Moore
HCO 1 Box 223-B
St. Maries ID 83861

Linda Searles
HCO 1 Box 55-B
St. Maries ID 83861

In witness whereof, we have hereunto set our hands this 17th day of May 1995.


Jim Arrhenius


Vicki Arrhenius


Janelle Buell


Jonathan Isenberg


Lynn Masterson


Jacquie Moore


Linda Searles

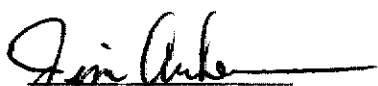
STATE OF IDAHO)


County of Benewah)


SS

The herein-named incorporators being first duly sworn on oath, depose and say that:

1. We are the incorporators of the herein-referenced corporation, Greater St. Maries Youth Soccer Association.
2. We have read the foregoing Articles of Incorporation, know the contents thereof, and believe the same to be true.

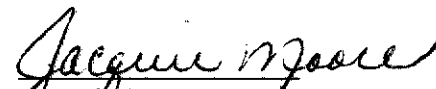

Jim Arrhenius


Vicki Arrhenius


Janelle Buell



Jonathan Isenberg


Lynn Masterson


Jacquie Moore


Linda Searles

SUBSCRIBED AND SWORN to before me this 17th day of May, 1995


Notary for the State of Idaho
Residing at: St Maries, Id
Comm. Exp. 01-08-99