



CERTIFICATE OF INCORPORATION  
OF

OPTIMIST YOUTH SOCCER ASSOCIATION INC.

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 \_\_\_\_\_

OPTIMIST 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 May 9, 19 90.



SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

MAY 9 2 08 PM '80  
SECRETARY OF STATE

ARTICLES OF INCORPORATION  
OF  
OPTIMIST YOUTH SOCCER ASSOCIATION INC.

SECRETARY OF STATE

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned each being a natural person of full age and a citizen of the United State of America, have voluntarily and do hereby associate ourselves together for the purpose of forming a nonprofit corporation under the laws of the State of Idaho, Idaho Code, Title 30, Chapter 3, Section 323. We do hereby certify, declare and adopt the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is: OPTIMIST YOUTH SOCCER ASSOCIATION, INC.

ARTICLE II

Duration

The duration of the life of this corporation shall be perpetual.


ARTICLE III

Form

This corporation shall be a nonprofit, non-political and non-sectarian corporation. It shall have no capital stock, and shall be composed of members rather than stockholders.

ARTICLE IV

Registered Office

The location and post office address of the registered office of this corporation shall be P.O. Box 9466, Boise, Idaho 83707.  STEPHEN SCOTT MCCANDLISH

ARTICLE V

Affiliation

This Association shall be affiliated with the Dawn Optimist Association and shall abide by the authority of said organization.

SUN PACIFIC  
BOISE, IDAHO 83706  
P.O. BOX 9466  
BOISE, IDAHO 83707

## ARTICLE VI

### Purposes

This corporation shall not carry out any activity which will result in a pecuniary profit to its members. The corporation is organized exclusively for charitable and educational purposes within Section 501(c)(3) of the Internal Revenue Code, and notwithstanding any other provision of these Articles shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code. Subject to the foregoing limitation, the object, business or pursuit of this corporation shall be as follows:

- (a) To develop, promote and administer soccer competition among youths 18 years of age or younger in the county of Ada in the state of Idaho.
- (b) To promote and encourage public understanding of the game of soccer.
- (c) To distribute or otherwise handle informative bulletins and any other communicative media designed to promote, train, educate and stimulate interest in the game of soccer.
- (d) To receive gifts and grants of money and property of every kind and to administer the same for the purposes designated above.
- (e) To do everything necessary, proper, advisable or convenient for the accomplishment of any of the objects herein set forth, either alone or in association with others, and incidental or pertaining to, or growing out of, or connected with, its business or powers, provided the same be not inconsistent with the laws of the State of Idaho.

## ARTICLE VII

### Membership

Section 1. Classes of Membership. The membership of the corporation shall consist of three classes: Participating members, voting members and Honorary members.

Section 2. Membership. The participating, voting or honorary membership of the corporation shall consist of any number of eligible individuals. Voting members shall vote and shall enjoy all the privileges of membership provided in the bylaws. Participating members shall be nonvoting and shall pay a membership fee but shall enjoy the benefits of participating membership as provided by the bylaws. Honorary members shall be nonvoting and shall not pay a membership fee but shall enjoy the benefits of honorary membership as provided by the bylaws.

Section 3. Eligibility. Any individual shall be eligible for membership so long as such party agrees to abide by the Articles, bylaws, rules, and regulations of the Optimist Youth Soccer Association.

Section 4. Transfer of Membership. Voting memberships and Participating memberships shall be nontransferable.

Section 5. Resignation. Any voting member may withdraw from the corporation after fulfilling all obligations to it by giving written notice of such intention to the Secretary, which notice shall be presented to the Board of Directors by the Secretary at the first meeting after its receipt. Any participating or honorary member may resign subject to the bylaws of the Optimist Youth Soccer Association.

## ARTICLE VIII

### Liquidation Distribution

At the end of the term of the corporation or in the event of dissolution prior to the end of the term, if there shall be any balance of assets and funds of the corporation after the payment or provision for all debts of the corporation and the necessary expenses of liquidation, the Board of Directors in their discretion shall distribute such remaining assets and funds, to the Dawn Optimist Organization under Section 501(c)(3) of the United States Internal Revenue Code as tax exempt and has purposes similar to those of this corporation.

## ARTICLE IX

### Incorporators

The names and mailing addresses of the incorporators are as follows:

Stephen McCandlish, 511 N. Pacific St., Boise, Idaho

James Smith, 865 Hearthstone Dr., Boise, Idaho

Richard Anderson, 5123 Burlington Dr., Boise, Idaho

Walter Ouellette, 5273 Decatur Dr., Boise, Idaho

James Buxton, 9616 Ramsgate Dr., Boise, Idaho

Charles Smith, 115 Ecurling Dr., Boise, Idaho

Michael Leavitt, 9028 Donnybrook Dr., Boise, Idaho

The above incorporators hereby subscribe to one membership, and also serve as the initial Board of Directors.

## ARTICLE X

### Directors and Officers

Section 1. The Executive Board of Directors shall be the officers of the Optimist Youth Soccer and only voting members.

Section 2. There shall not be less than three directors of this corporation, which members shall be determined by the bylaws.

Section 3. Directors shall hold office for a term of one year.

## ARTICLE XI

### Amendment

The corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles in the manner now or hereafter prescribed by applicable provisions of law, and all rights, powers, privileges and immunities conferred upon members, directors, and officers are subject to this reserved power. All amendment hereto shall be in writing.

IN WITNESS WHEREOF, WE have hereunto set our hands and seals this 30th  
day of April, 1980.

Charles E. Smith

Johnny J. French

Walter Ouellette

SM Candlin

Richard Anderson

Mike Hunt

James H. Smith

STATE OF IDAHO )  
COUNTY of ADA )<sup>ss.</sup>

On this 30 day of April, 1980, before me, a Notary Public in  
and for the State of Idaho, personally appeared The above named,  
known to me to be the persons whose names are subscribed to the within instrument,  
and acknowledged to me that they executed the same, and they were persons over the  
age of 21 years and citizens of the United States of America.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal the day and  
ear first in this certificate written.

Debbie Heist  
Notary Public of Idaho  
Residence: Boise, Idaho  
Expires 4-18-84