

**Department of State.**

**CERTIFICATE OF INCORPORATION  
OF**

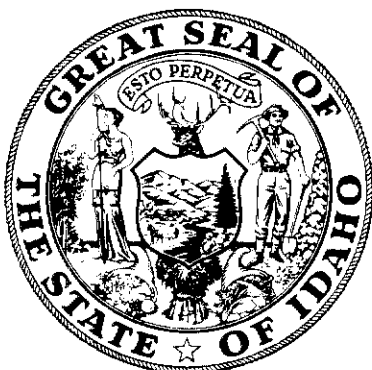
BOUNDARY COUNTY SOCCER ASSOCIATION, INC. (THE)

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 BOUNDARY COUNTY  
SOCCER ASSOCIATION, INC. (THE)

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 April 3, 19 87



*Pete T. Cenarrusa*

SECRETARY OF STATE

*S. S. M. H. H.*  
Corporation Clerk

SEP 8 1907  
ARTICLES OF INCORPORATION

OF

THE BOUNDARY COUNTY SOCCER ASSOCIATION, INC.

The undersigned, being natural persons of full age and citizens of the United States and of the State of Idaho, in order to form a nonprofit corporation under the Idaho Nonprofit Corporation Act, Idaho Code Title 30, Chapter 3, hereby adopt these Articles of Incorporation:

ARTICLE I: NAME

The name of this corporation shall be the Boundary County Soccer Association, Inc. (Hereinafter referred to as the Corporation).

## ARTICLE II: PURPOSE

The Corporation is organized exclusively for benevolent, social and athletic purposes which include the formation of soccer teams among children and adults, the teaching of soccer, the procurement of soccer equipment and supplies, the scheduling and supervision of soccer games, the dissemination of public information promoting the sport of soccer, the raising of funds to support the foregoing purposes, and the receipt of contributions and the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or to public schools in furtherance of the sport of soccer.

## ARTICLE III: MEMBERS

The classes, qualifications, duties and rights of members of the Corporation shall be set forth in the bylaws. Membership meetings shall be held at such times and places as are specified in the bylaws.

#### ARTICLE IV: LIMITATION OF ACTIONS

No part of the funds of the Corporation shall inure to the benefit of, nor be distributable to, its officers or directors, 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 II. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in any political campaign 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 an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code.

#### ARTICLE V: DURATION

The duration of the Corporation shall be perpetual. Upon the winding up and dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for paying all of the debts and obligations of the Corporation, distribute the remaining assets of the Corporation to a nonprofit fund, foundation, or corporation which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code or to an agency of State or local government that is similarly tax exempt. The distributed assets shall be used exclusively for the purposes set forth in Article II.

#### ARTICLE VI: REGISTERED OFFICE AND AGENT

The location and address of the initial registered office of the Corporation shall be:

HCR 60 Box 153

Bonnors Ferry, Idaho 83805

The initial registered agent shall be Ken Keller.

ARTICLE VII: DIRECTORS

The number of directors of the first Board of Directors of the Corporation shall be four. The number and terms of directors of subsequent Boards shall be fixed by the Corporation bylaws. The names of the directors constituting the initial Board of Directors are:

Dr. Robert Crooks  
624 Commanche St.  
Bonners Ferry, ID 83805

Ken Keller  
HCR 60 Box 153  
(U.S. 95N, mm 521)  
Bonners Ferry, ID 83805

Adrian Bryan  
County Road 30C  
Bonners Ferry, ID 83805

Chris Clark  
203 W. Kootenai St.  
Bonners Ferry, ID 83805

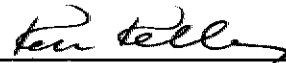
The name and post office address of the incorporator is:

Ken Keller

HCR 60 Box 153

Bonnars Ferry, ID 83805

IN WITNESS WHEREOF I have hereunto set my hand and seal this 31<sup>st</sup>  
day of March, 1987.

A handwritten signature in cursive script, appearing to read "Ken Keller", is written over a horizontal line.

Ken Keller