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State of Idaho

Department of State

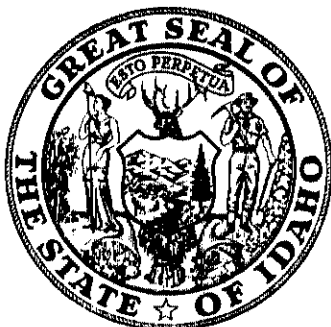
CERTIFICATE OF INCORPORATION OF

BOISE NATIONALS SOCCER CLUB, 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 BOISE NATIONALS SOCCER CLUB, 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: June 23, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *Ara Seibel*

ARTICLES OF INCORPORATION

OF

BOISE NATIONALS SOCCER CLUB, INC.

JUN 23 11 20 AM '93
SECRETARY OF STATE

The undersigned, acting as the incorporator of a nonprofit corporation (the "Corporation") organized under and pursuant to the Idaho Nonprofit Corporation Act, Idaho Code, Title 30, Chapter 3, (the "Act"), adopt the following Articles of Incorporation for the Corporation.

ARTICLE I. NAME

The name of the Corporation is Boise Nationals Soccer Club, Inc.

ARTICLE II. NONPROFIT STATUS

The Corporation is nonprofit corporation.

ARTICLE III. PERIOD OF DURATION

The Corporation shall have perpetual existence.

ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT

The location of this Corporation is in the City of Boise, County of Ada, State of Idaho. The address of the initial registered office is West One Plaza, Suite 1400, Boise, Idaho, 83702. The name of the initial registered agent at this address is Newal Squyers.

ARTICLE V. PURPOSES

The purposes for which the Corporation is organized and will be operated are as follows:

A. To encourage and promote participation in the sport of soccer for young men and women under the age of nineteen (19). The Corporation will seek grants, donations and contributions that will aid the Corporation in employing a coach to provide soccer training to Corporation members.

B. The Corporation is organized as a nonprofit corporation under the Act for the further purpose of engaging in charitable, religious, educational, or scientific activity

within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time (the "Code"), or any successor section of the Code, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under such Section 501(c)(3), and not for the purpose of engaging in any activity for pecuniary profit.

C. To exercise all powers granted by law necessary and proper to carry out the above-stated purposes, including but not limited to the power to accept donations of money, property, whether real or personal, or any other things of value. Nothing herein contained shall be deemed to authorize or permit the Corporation to carry on any business for profit, to exercise any power, or to do any act that a corporation formed under the Act, or any amendment thereto or substitute therefor, may not at that time lawfully carry on or do.

D. To teach sportsmanship, technical excellence and tactical awareness to its soccer players through the use of a progressive coaching philosophy, standardized training format, and integrated administration.

ARTICLE VI. LIMITATIONS

No part of the net earnings or the assets of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, 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 V hereof. 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 (including the publishing or distribution of statements any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or any successor section of the Code.

ARTICLE VII. MEMBERS

The Corporation shall have no capital stock. The Corporation's organization is one of membership. The Corporation shall have members who shall have such rights as are provided in the Act and are consistent with the management authority that these Articles grant the Board of Directors of the Corporation. Any person may become a member of the Corporation upon payment of the annual dues fixed by the Board of Directors.

There shall be two (2) classes of membership: voting and non-voting.

Voting Class:	Board of Directors
Non-Voting Class:	General Members

The Corporation members delegate total authority and responsibility to the Board of Directors for the operation and management of the Corporation.

ARTICLE VIII. BOARD OF DIRECTORS

The affairs of the Corporation shall be conducted and managed by its Board of Directors directly or through committees of the Board of Directors. The Board of Directors shall consist of not less than six (6) nor more than eleven (11) individuals, each of whom, at all times, shall be a member of the Corporation. The actual number of Directors shall be fixed by the Bylaws of the Corporation. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected or appointed by the existing Directors in the manner and for the term provided in the Bylaws of the Corporation.

The names and street addresses of the persons constituting the initial Board of Directors are:

	<u>NAME</u>	<u>ADDRESS</u>	<u>TERM OF OFFICE</u>
1)	SHARLENE STREDWICK	1607 E. Regatta Court Boise, ID 83706	One Year
2)	DEBBIE DE GRANGE	5922 Poplar Drive Boise, ID 83704	One Year
3)	COETA MONTGOMERY	5140 N. Samson Boise, ID 83704	One Year
4)	JOETTA WILSON	4530 Sumara Street Boise, ID 83703	One Year
5)	STEVE POLLACK	5133 Cheyenne Avenue Boise, ID 83709	One Year
6)	JAMES SHACKELFORD	2237 Tawny Woods Place Boise, ID 83706	One Year
7)	LINDA BILLINGS	3253 Snowflake Way Boise, ID 83706	One Year
8)	CHRISTY CHAPMAN	2685 Smith Avenue Boise, ID 83702	One Year

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|-----|----------------|---------------------------------------|----------|
| 9) | RON HARRIS | 11140 La Grange
Boise, ID 83709 | One Year |
| 10) | BONNIE GILBERT | 5855 W. Gowan Road
Boise, ID 83709 | One Year |

ARTICLE IX. MEMBERSHIP DUES

Membership dues may be charged to all members or classes of membership in equal amounts or in different amounts or proportions upon different members or classes of membership and some members or classes of membership may be made exempt from such membership dues. The Board of Directors is authorized to fix the amount of membership dues from time to time, and to make them payable at such times or intervals, and upon such notice, and by such methods as the Board of Directors may prescribe.

ARTICLE X. DISTRIBUTION ON DISSOLUTION

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the corporation, distribute all the assets of the Corporation consistent with the purposes of the Corporation to such organization or organizations as shall at the time qualify as exempt organizations under Section 501(c)(3) of the Code, or any successor section of the Code, in such manner as the Board of Directors shall determine. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.

ARTICLE XI. INCORPORATOR

The name and street address of the incorporator is Sharlene Stredwick, 1607 E. Regatta Court, Boise, Idaho 83706.

ARTICLE XII. BYLAWS

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws.

DATED this 23 day of June, 1993.

Sharlene K. Stredwick
Sharlene Stredwick

Incorporator

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