

FILED/EFFECTIVE

ARTICLES OF INCORPORATION

OF

MAGIC VALLEY BABE RUTH, INC.
(A Non-Profit Corporation)

JUN -1 AM 10:07

SECRETARY OF STATE
STATE OF IDAHO

KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned, all of whom are citizens and residents of the United States and over the age of twenty-one years do hereby execute and make the following Articles of Incorporation for the purpose of forming a non-profit corporation under and pursuant to the laws of the State of Idaho, namely Title 30, Chapter 10 of the Idaho Code, and we do hereby certify:

ARTICLE I

NAME

The name of this corporation shall be MAGIC VALLEY BABE RUTH, INC..

ARTICLE II

PURPOSES

The purpose for which the corporation is organized is to work with the youths to encourage young people to play on Babe Ruth baseball teams to improve skills, sportsmanship and citizenship and to receive and maintain funds and gifts of money and property for its community, charitable and educational activities.

IDAHO SECRETARY OF STATE

06/01/2000 09:00
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ARTICLE III

POWERS

The corporation shall have the power to do all lawful acts necessary or desirable to carry out its purposes consistent with the provisions of Title 30, Chapter 10 of the Idaho Code and Section 501(c)(3) of the Internal Revenue Code of 1954, as amended. 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 Internal Revenue Code.

ARTICLE IV

MEMBERSHIP CERTIFICATES

This corporation shall not have capital stock. Each member shall be issued a membership certificate and shall have one vote. The rights and interests of all members shall be equal, and no member can have or acquire a greater interest therein than any other member.

ARTICLE V

RESTRICTION

(a) No part of the net earnings 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 II 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.

During any period the corporation is deemed to be a private foundation as defined in Section 509 of the Code, the corporation shall distribute its income (but not to members) for each taxable year at such time and in such manner as not to subject the corporation to tax under Section 4942 of the Code; the corporation is prohibited from engaging in any act of self-dealing (as defined in Section 4941(d) of the Code), from retaining any excess business holding (as defined in Section 4943(c) of the Code), from making any investments in such manner as to subject the corporation to tax under Section 4944 of the Code, and from making any taxable expenditures (as defined in Section 4945(d) of the Code).

ARTICLE VI

AMENDMENTS

All provisions of these Articles of Incorporation shall be subject to amendment, consistent with the provisions of Title 30, Chapter 10 of the Idaho Code and Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, by the affirmative vote of the members entitled to vote in respect thereof, in attendance at the annual meeting or at any special meeting, provided that due notice of the amendment is included in the notice of said meeting.

ARTICLE VII

DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors to be known as the Board of Trustees shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954, for the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any of such assets not so disposed of shall be disposed of by a Court of competent jurisdiction of the State of Idaho, of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as the said Court shall determine, which are organized and operated exclusively for charitable, educational, religious or scientific purposes.

ARTICLE VIII

INCORPORATORS, ORIGINAL MEMBERS AND DIRECTORS

The names and addresses of the incorporators and original members and original Board of Trustees of the corporation each of whom shall serve as a trustee until his successor is duly elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Gary Leavitt	3254 Ridge Place Twin Falls, Idaho 83301
Linda Brittsan	853 Rim View Lane East Twin Falls, Idaho 83301
Ken Petersen	1519 Princeton Drive Twin Falls, Idaho 83301
Tim Olmstead	3526 North 3200 East Twin Falls, Idaho 83301

ARTICLE IX

REGISTERED OFFICE

The location of the registered office of the corporation shall be at Twin Falls and the mailing address of the corporation shall be P.O. Box 837, Twin Falls, Idaho 83301.

Gary Leavitt shall be the registered agent at the address set out above. The registered office address is: 102 MAIN AVE S
TWIN FALLS ID 83301

ARTICLE X

DURATION

The term of this corporation is perpetual.

ARTICLE XI

MANAGEMENT

The affairs of the corporation shall be managed by a Board of Directors to be known as the Board of Trustees to be elected as provided in the By-laws, but in no case shall the number of directors be less than three (3). The trustees shall hold their offices for one (1) year, or such other period as the by-laws shall determine, and until their successors are elected and qualified.

IN WITNESS WHEREOF, The undersigned, all being the incorporators of MAGIC VALLEY BABE RUTH, INC., have executed these Articles of Incorporation this 1st day of MAY, 2000.

Ga - Smith

Gina Britton

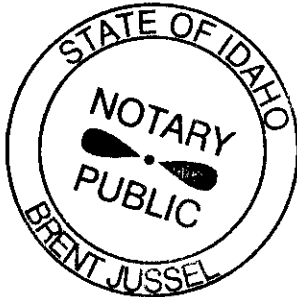
Ann Olynd

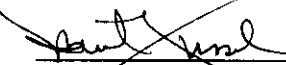
Kenneth R Peterson

STATE OF IDAHO,)
 : ss.
COUNTY OF TWIN FALLS.)

On this 1st day of MAY, 2000, before me, the undersigned, a Notary Public for Idaho, personally appeared GARY LEAVITT, known or identified to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

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



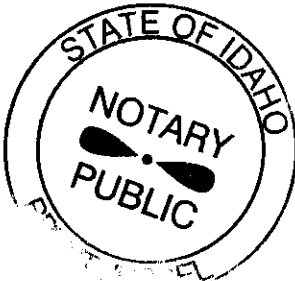



Notary Public for Idaho,
Residing at Twin Falls, Idaho.
Commission Expires: 11-12-2003

STATE OF IDAHO,)
 : ss.
COUNTY OF TWIN FALLS.)

On this 1st day of MAY, 2000, before me, the undersigned, a Notary Public for Idaho, personally appeared LINDA BRITTSAN, known or identified to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same.

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



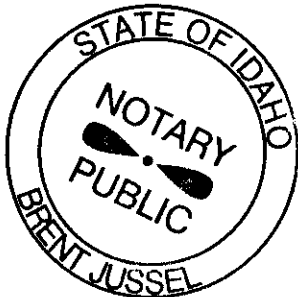


Notary Public for Idaho,
Residing at Twin Falls, Idaho.
Commission Expires: 11-12-2003

STATE OF IDAHO,)
 : ss.
COUNTY OF TWIN FALLS.)

On this 1st day of MAY, 2000, before me,
the undersigned, a Notary Public for Idaho, personally appeared
TIM OLINSTEAD, known or identified to me to be the person
whose name is subscribed to the foregoing instrument, and
acknowledged to me that she executed the same.

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

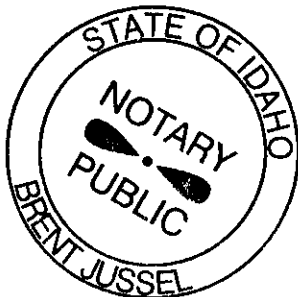


Brent Juscel
Notary Public for Idaho,
Residing at Twin Falls, Idaho.
Commission Expires: 11-12-2003

STATE OF IDAHO,)
 : ss.
COUNTY OF TWIN FALLS.)

On this 1st day of MAY, 2000, before me,
the undersigned, a Notary Public for Idaho, personally appeared
KENNETH R. PETERSON, known or identified to me to be the person whose
name is subscribed to the foregoing instrument, and acknowledged to
me that she executed the same.

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



Brent Juscel
Notary Public for Idaho,
Residing at Twin Falls, Idaho.
Commission Expires: 11-12-2003