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STATE OF IDAHO

ARTICLES OF INCORPORATION OF

SUN VALLEY MASTERS SPORTS ASSOCIATION, INCORPORATED

The undersigned, in order to form a Non-Profit Corporation under the provisions of Title 30, Chapter 3, Idaho Code, submits the following Articles of Incorporation to the Secretary of State:

Article I

The name of the Corporation is **SUN VALLEY MASTERS SPORTS ASSOCIATION, INCORPORATED.**

Article II

The Corporation is a nonprofit Corporation.

Article III

The period of duration of the Corporation is perpetual unless otherwise dissolved according to these Articles and the provisions of the statutes of the State of Idaho.

Article IV

The location of the Corporation is in the County of Blaine, State of Idaho. The address of the registered office is 675 Sun Valley Road North, Suite N, Ketchum, Idaho 83340, and the name of the registered agent at this address is JACK BUNCE.

Article V

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

A. The Corporation is a charitable Corporation formed to specifically plan, develop, build, endow, and operate facilities and programs for the physical education and training of masters athletes in Blaine County, Idaho. These programs and facilities will help to create and sustain lifelong physical fitness and athletic expertise among masters athletes.

B. The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

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C. The Corporation may exercise all powers granted by law necessary and proper to carry out the foregoing 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.

Article VI

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the Corporation shall be for 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 this document, the Corporation 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, or (b) by an organization, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Article VII

The Corporation shall not have any members.

Article VIII

The affairs of the Corporation shall be managed by its Board of Directors. The number of Directors serving on the Board of Directors shall be fixed in accordance with the Corporation's Bylaws. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected by the *existing Directors* of the Corporation in the manner and for the term provided in the Bylaws of the Corporation.

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

Jon Engen 245 Corrock Drive, Ketchum, ID 83340

Jack Bunce 675 Sun Valley Road North, Suite N, Ketchum, ID 83340

Thomas B. Campion, Jr.

220 East Avenue, Ketchum, ID 83340

Phillip Usher

215 Blue Bell Street, Sun Valley, ID 83353

Article IX

Upon the dissolution of this Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal 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 disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such Corporation or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article X

The name, street, and mailing address of the Incorporator is Jack Bunce, whose mailing address is Post Office Box 840, Ketchum, Idaho 83340, and whose street address is 675 Sun Valley Road North, Suite N, Ketchum, Idaho 83340.

Article XI

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

DATED this 16 day of MARCH, 2004.

**SUN VALLEY MASTERS SPORTS
ASSOCIATION, INCORPORATED**

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By

Jack Bunce,
Incorporator

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