



**Department of State.**

**CERTIFICATE OF INCORPORATION  
OF**

**MERIDIAN IDAHO EXPRESS WRESTLING, 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 \_\_\_\_\_

**MERIDIAN IDAHO EXPRESS WRESTLING, 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 14, 19 89.



*Pete T. Cenarrusa*

SECRETARY OF STATE

*Patman*

Corporation Clerk

ARTICLES OF INCORPORATION  
OF  
MERIDIAN IDAHO EXPRESS WRESTLING, INC.  
NON PROFIT CORPORATION

JUN 14 12 15 PM '89  
SECRETARY OF STATE

We, the undersigned, residents of the State of Idaho, being twenty-one (21) years or more of age, do hereby associate together for the purposes of forming a Non Profit Corporation under the statutes of the State of Idaho.

ARTICLE 1

NAME AND LOCATION

The name of this corporation shall be Meridian Idaho Express Wrestling, <sup>INC.</sup> and its business address shall be 4476 Wisteria Place, Boise, County of Ada, State of Idaho.

ARTICLE 2

DURATION

The period of duration of this Non Profit Corporation shall be perpetual.

ARTICLE 3

PURPOSE

The purposes of this corporation shall be to organize, operate, and maintain a program for instructions in free style wrestling for sport, pleasure, exercise and recreation for the youth of Meridian, and the Western Rocky Mountain area of the State of Idaho, and generally to do any and all acts suitable, proper, and conducive to the successful conduct of a free style wrestling program: to include by way of elucidation but without limitations to the following activities:

a. Solicit donations from the public. To accumulate sufficient funds to cover all expenses connected with the operation of the wrestling program; to lease or purchase office space, material and equipment for carrying out any of the purposes of this corporation; to lease, purchase, mortgage, or deed in trust real estate for use of the program; to enlist personnel for the successful operation of the

program, including office help, lecturers, coaches, counselors, instructors, therapists, and any other persons that may become necessary as the organization progresses; to solicit and accept applications from those youth because of financial limitation of their parents or guardians who would otherwise be unable to enjoy such opportunities in the general area in which they live for attendance and participation in the program including clinics; to establish a committee from among the members to review applications and select from the applicants a limited number as being most worthy of consideration for participation in the program for attendance of clinics, and to develop physically, morally, and socially by all proper methods customarily employed in similar organization those youth who are participating in the program or clinics.

b. To sponsor, organize, or participate in intrastate or interstate wrestling meets and tournaments.

c. To borrow money with or without security therefor; to issue promissory notes, bonds, debentures and other evidences of indebtedness.

d. To make, enter into and perform contracts of every kind for any lawful purpose with any person, form of association, corporation, municipality, body political, county, state or federal government.

e. To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes, or the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid business or powers or any part or parts thereof, provided the same be not inconsistent with the laws of the State of Idaho for a Non Profit Corporation.

f. To engage in any and all activities not prohibited by law for the collecting of money and property, and to receive gifts and grants of money or property of every kind and character.

g. The corporation shall not in any way, directly or indirectly, engage in the carrying on of propaganda or otherwise attempt to influence legislation.

#### ARTICLE 4

##### NON STOCK CORPORATION

This corporation is not organized for pecuniary profit. It shall not have any power to issue certificates of stock or declare dividends, and no part of net earnings shall inure to the benefit of any member, director, or individual. All monies received by the corporation from its operation, after the payment in full of all debts and obligations by the corporation, whatever kind or nature, shall be used and distributed exclusively for the furtherance and expansion of this program. Nothing herein stated shall preclude the corporation from issuing membership certificates the ownership of which shall be a prerequisite for serving as a member of the Board of Directors or officer of the corporation.

#### ARTICLE 5

##### DIRECTORS

The number of directors constituting the initial board of directors of the corporation is ten, and the names and addresses of the persons who are to serve as initial directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
John Crespin	2218 N.W. 14th Meridian Idaho
Michael Briggs	11598 W. Santa Barbara Dr. Boise Idaho
Kerry Robinson	3195 N. Linder Rd., Meridian Idaho
Van Campbell	4476 Wisteria Place, Boise Idaho
Mike Kelly	2071 N.E. 10th, Meridian Idaho
Richard Greear	7904 W. Colt Drive, Boise Idaho
Kelly Bartlett	107 W. Washington, Meridian Idaho
Tony Crespi	7111 Wickham Fen Way, Boise Idaho
Kevin Wood	6023 Kirkwood Road, Boise Idaho
Charles Bates	2182 N.W. 11th, Meridian Idaho

## ARTICLE 6

### ELECTION OF DIRECTORS

The manner in which directors are to be elected are by the members in the manner prescribed by the Bylaws of the corporation.

## ARTICLE 7

### CORPORATE OFFICERS AND THEIR FUNCTIONS

The corporate officers shall be as designated in the Bylaws.

## ARTICLE 8

### ELECTION OF OFFICERS

Officers shall be elected by the directors, who shall first be elected by the members of the corporation.

## ARTICLE 9

### COMPENSATION OF CORPORATE DIRECTORS AND OFFICERS

Corporate directors and officers shall serve without compensation. Nothing herein stated shall preclude reimbursement of expenses to directors and officers incurred on behalf of the corporation. Reimbursements for expenses, if any, shall be supported by voucher which shall become a part of the corporate records.

## ARTICLE 10

### MEMBERSHIP REQUIREMENT

The method and conditions in which members shall be accepted, discharged or expelled shall be as specified in the Bylaws.

## ARTICLE 11

### AMENDMENTS

These articles may be amended in the manner provided by statute at the time of amendment.

## ARTICLE 12

### INCORPORATORS

The name and residence of the person forming this Corporation is as follows:

John Crespin      2218 N.W. 14th Meridian Idaho

### ARTICLE 13

#### REGISTERED AGENT

The resident office of the corporation shall be 4476 Wisteria Place Boise, Idaho, and the ~~Registered~~ agent at such address is Van Campbell.

### ARTICLE 14

#### BYLAWS

The first Board of Directors of this corporation shall have the power to adopt Bylaws for the government of the corporation and the directors thereafter may alter, change, or amend such Bylaws with approval of the membership.

### ARTICLE 15

#### DISSOLUTION OR LIQUIDATION

This organization is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

Upon the winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable, educational, religious and/or scientific purposes and which has a tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

Notwithstanding any other provision of these articles, the organization 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 of 1954 (or the corresponding provisions of any future United States Internal Revenue Law) or (b) by an organization contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law).

Dated: This 12 day of May, 1989.

  
INCORPORATOR