

BANNOCK BOYS BASEBALL, INC.
ARTICLES

The Articles of Incorporation of Bannock Baseball, Inc. a non-profit, benevolent charitable corporation to be incorporated under the laws of the State of Idaho. These Articles of Incorporation supersede all previous Articles of Incorporation.

ARTICLE I. NAME

The name of this Corporation shall be BANNOCK BASEBALL, INC.

ARTICLE II. PRINCIPAL OFFICE

The principal office of the corporation is 4811 Comanche, Pocatello, Bannock County, Idaho. The registered agent is Travis Smith.

ARTICLE III. PURPOSES AND POWERS

1. Purposes and Policy: This corporation is organized exclusively for the promotion, organization and supervision of the playing of baseball by youth under specially formulated rules and regulations, and education purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code.

2. Powers: This Corporation shall have the power, either directly or indirectly, to do and engage in all lawful activities that may be reasonably necessary or incident to carry out its purposes, and to have and exercise all other powers and authority now and hereafter conferred upon non-profit corporations under the laws of the State of Idaho.

PROVIDED HOWEVER, that notwithstanding anything herein to the contrary:

1. Notwithstanding any other provision of these Articles, this corporation shall exercise only such powers as are conferred by the State of Idaho upon like corporations which are consistent with and in furtherance of the exempt purposes of organizations, as set forth in Section 501 (c)(3) of the 1954 Internal Revenue Code and its regulations, as the same now exist or as may be amended from time to time.

2. No activities of this corporation shall consist of participating in an political campaign on behalf of, nor for any candidate for public office.

3. This Corporation shall not be organized for profit, nor for the primary purpose of carrying on a trade of business for profit, nor for the promotion, protections or stimulation of any business organized for profit.

ARTICLE IV.

The period of this Corporation's existence is perpetual.

ARTICLE V. MEMBERSHIP AND CAPITAL STOCK

1. This Corporation is organized on a nonstick, non-profit basis.

2. Participation in this Corporation shall be by membership and no capital stock shall be issued. Members may be classified into different groups, but each member shall have equal interest in the Corporation. The Bylaws or the Corporation shall set out the method by which membership in the Corporation shall be acquired, and the form of membership certificates. No membership certificate may be assigned so the transferor thereof becomes a member of the association except by resolution of the Board of Directors.

ARTICLE VI.

At any meeting of the membership, five percent (5%) of the members voting in person or by proxy shall constitute a quorum for the transaction of all business properly before the said meeting.

ARTICLE VII. BOARD OF DIRECTORS

The Board of Directors shall consist of no less than three members. The number of any additional members of the Board of Directors shall be specified by the Bylaws of the Corporation. Qualifications, terms of office, manner of election and the Directors' powers and duties shall be prescribed by the Bylaws. The Directors are:

<u>NAME</u>	<u>ADDRESS</u>
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

ARTICLE VIII. OFFICERS

The Officers of this Corporation shall be designated in the Bylaws, and their qualifications, terms of office, manner of election, and powers and duties shall be prescribed by the Bylaws.

ARTICLE IX. COMPENSATION

No compensation or payment shall ever be paid or made to any member, director, officer or contributor to this corporation, except as a reasonable allowance for actual expenditures or services actually made or rendered to or for this corporation. Neither the whole or any portion of the assets or net earnings, current or accumulated, shall ever be distributed to or divided among any member, director, officer or contributor to this Corporation. No part of the income of the Corporation shall inure to the benefit of any member, trustee, director, officer or contributor of the Corporation or any private individual.

ARTICLE X. INDIVIDUAL LIABILITY

Members, directors and officers of this Corporation shall not be individually or personally liable for debts or liabilities of this Corporation.

ARTICLE XI. DISSOLUTION

In the event of dissolution of the Corporation, no member, directors, officer or contributor shall be entitled to any distribution or division of the remaining property or its proceeds, and the balance of all money and other property received by the Corporation from any source, after there payment of all debts and obligations of the Corporation, shall be used or distributed exclusively to a non-profit fund, foundation or corporation which has established its tax exempt status under Section 501 (c)(3) of the Internal Revenue Code, as the same now exists or as it may be amended from time to time.

ARTICLE XII. SUCCESSION

This Corporation shall succeed to all the rights of Bannock Baseball, and unincorporated Association. The Rules and Regulations of Baseball, Inc. and Bannock Baseball operating Rules and Regulations are hereby subscribed to.

ARTICLE XII. AMENDMENT

1. Articles of Incorporation: The Corporation reserves the right to amend, alter, change or repeal any of the provisions contained in these Articles of Incorporation in the manner now of hereafter prescribed by the statute. All rights conferred upon members are granted subject to this revision.

2. Bylaws: The power to make, amend or repeal Bylaws is delegated to the Board of Directors, and Bylaws may be repealed or amended or new Bylaws may be adopted at any Board of Directors meetings by a vote representing two-thirds of the Board of Directors. However, this delegates' power may be revoked by a two-thirds vote of the membership. The method and manner of amending the Bylaws shall be prescribed in the Bylaws.

IN WITNESS WHEREOF, for the purpose of amending the Articles of this Corporation, the undersigned, constituting the president executes the foregoing amending to the original Articles of Incorporation.

DATED this ____ day of _____, 2010.

Travis Smith, President

Attest:

Jayna Kemmerer, Secretary

SUBSCRIBED AND SWORN to before me on this ____ day of _____, 2010.

(SEAL)

NOTARY PUBLIC FOR IDAHO

Residing at: _____

My Commission Expires: _____