

State of South Dakota



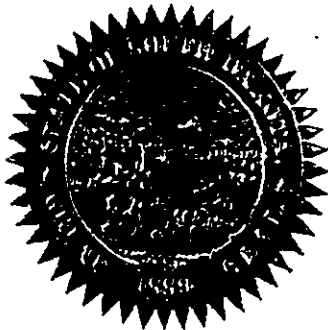
OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF INCORPORATION

NONPROFIT CORPORATION

I, JOYCE HAZELTINE, Secretary of State of the State of South Dakota, hereby certify that the Articles of Incorporation of OAHÉ HOCKEY ASSOCIATION, INC. duly signed and verified, pursuant to the provisions of the South Dakota 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 hereby issued this Certificate of Incorporation and attach hereto a duplicate of the Articles of Incorporation of OAHÉ HOCKEY ASSOCIATION, INC.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of South Dakota, at Pierre, the Capital, this May 2, 1995.

*Joyce Hazeltine*  
JOYCE HAZELTINE  
Secretary of State

40-07000000-04

SECRETARY OF STATE  
STATE CAPITOL  
500 E. CAPITOL  
PIERRE, S.D. 57501-5077  
605-773-4845

## ARTICLES OF INCORPORATION

RECEIVED  
MAY 02 1995  
S.D. SEC. OF STATE

Executed by the undersigned for the purpose of forming a South Dakota Corporation under SDCL 47-22 South Dakota Nonprofit Corporation Act.

### ARTICLE I

The name of the corporation is See attached articles

### ARTICLE II

The period of existence is See attached articles

### ARTICLE III

The purposes for which the corporation is organized.

See attached articles

### ARTICLE IV

Check (✓) one: The corporation will have members.  The corporation will not have members.

### ARTICLE V

If the corporation is to have one or more classes of members, any provision which the incorporators elect to set forth designating the class or classes of members and stating the qualifications and rights of the members of each class.

### ARTICLE VI

If the directors are not to be elected or appointed by one or more classes of members, a statement of the manner in which such directors shall be elected or appointed.

### ARTICLE VII

Any provisions which the incorporators elect to set forth for the regulation of the internal affairs of the corporation, including any provision for the distribution of assets on dissolution or final liquidation.

### ARTICLE VIII

The street address, or a statement that there is no street address, of its initial registered office is 316 East Broadway Pierre, SD ZIP 57501 and the name of its initial registered agent at such address is Larry Rucker

ARTICLE IX

The number of directors constituting the board of directors is 11 and the names and addresses of the persons who are to serve as directors:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_ See attached articles ZIP \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_ ZIP \_\_\_\_\_  
\_\_\_\_\_ ZIP \_\_\_\_\_  
\_\_\_\_\_ ZIP \_\_\_\_\_

ARTICLE X

The names and addresses of the incorporators:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_ See attached articles ZIP \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_ ZIP \_\_\_\_\_  
\_\_\_\_\_ ZIP \_\_\_\_\_  
\_\_\_\_\_ ZIP \_\_\_\_\_

These articles may be amended in the manner authorized by Law at the time of amendment.

Executed on the \_\_\_\_\_ day of \_\_\_\_\_ 19 \_\_\_\_.

Signature of Incorporators:

\_\_\_\_\_  
\_\_\_\_\_

State of \_\_\_\_\_  
County of \_\_\_\_\_

On this the \_\_\_\_\_ day of \_\_\_\_\_ 19 \_\_\_\_, before me personally appeared \_\_\_\_\_, known to me or satisfactorily proven to be the person(s) who are described in, and who executed the within instrument and acknowledged to me that she/he/they executed the same.

My Commission Expires \_\_\_\_\_

Notary Public

Notarial Seal

The Consent of Appointment below must be signed by the registered agent.

<b>CONSENT OF APPOINTMENT BY THE REGISTERED AGENT</b>	
I, <u>Larry Kucker</u>	hereby give my consent to serve as the
(name of registered agent)	
registered agent for <u>Oake Hockey Association</u>	
(corporate name)	
Dated <u>May 2</u> 19 <u>95</u>	<u>Larry Kucker</u>
	(signature)

RECEIVED

MAY 02 1995

STATE OF SOUTH DAKOTA

ARTICLES OF INCORPORATION OF THE  
Oahe Hockey Association, Inc.

Filed this 2<sup>nd</sup> day of  
May 1995

We, the undersigned natural persons of the age of twenty-one (21) years or more, acting as incorporators of a corporation under the South Dakota Non-Profit Corporation Act, SDCL chapter 47-22, adopt the following Articles of Incorporation for such corporation:

ARTICLE I.

The name of the corporation shall be the Oahe Hockey Association, Inc.

ARTICLE II.

The period of existence for this corporation shall be perpetual.

ARTICLE III.

The purposes for which the corporation is organized, in addition to the corporate powers enumerated in chapter 47-22, shall be:

1. To function as a wholly nonprofit organization within the meaning of and as restricted by Sections 501 and 503, specifically 501 (C) (3), of the 1954 Internal Revenue Code and acts amendatory thereof and related thereto.
2. To solicit, receive and hold money and property, both real and personal, by gift, contribution, bequest, devise, participation fee, admission fee or otherwise; to hold, use, operate, mortgage, sell and dispose of money and property, both real and personal, received or acquired by the corporation, for the objects and purposes herein described; to invest funds received and to use such funds and income therefrom, and other property of the corporation, for its operating and other expenses, including, but not limited to, payment of contracts for services of employees, agents and others; and where necessary or desirable, and upon a majority vote of the Board of Directors, to borrow money, incur indebtedness and secure the same by mortgage, pledge or other security.
3. To establish, organize, equip, own, operate, manage, control, maintain, supervise, carry on and conduct amateur hockey programs, schools, leagues and competition of all sorts and the facilities necessary therefor; to teach, train and instruct pupils, students and other persons in the sport of hockey, and to assist, cooperate and work with the public land parochial schools within the central South Dakota region in the promotion and development of amateur hockey programs and in pursuance of other purposes and objects of the corporation.

ARTICLE IV.

Every individual, firm, association or corporation that makes a contribution in excess of a minimum amount to be set by the Board of Directors pursuant to the bylaws of the corporation to or for the benefit of this corporation shall be a member thereof from the date of his contribution to the conclusion of the annual membership meeting.

In addition thereto, all participants in a scheduled hockey program conducted by or in cooperation with this corporation who are over the age of eighteen (18) years, and all parents of participants who are under the age of eighteen (18) years shall be members from the time of commencement of such participation until the conclusion of the next succeeding annual meeting of the corporation. Members shall have full voting privileges at the annual general membership meeting and at other general membership meetings as may be called in accordance with the bylaws of the corporation. Other terms, conditions and prerequisites of membership, consistent with the provisions hereof, may be prescribed by the bylaws of the corporation.

ARTICLE V.

The Board of Directors of this corporation shall consist of not less than seven (7) nor more than fifteen (15) members. Within that limitation, the number of directors, their terms, their qualifications and their duties and limitations shall be prescribed by the bylaws of the corporation.

ARTICLE VI.

Any director or officer made a party to any action, suit or proceeding by reason of the fact that he is a director or officer of the corporation shall be indemnified by the corporation against reasonable expenses, including attorney fees, actually and necessarily incurred by him in connection with the defense of such action, suit or proceeding, or in connection with any appeal therein, except in relation to which it shall be adjudged in such action, suit or proceeding that he is liable for willful negligence or willful misconduct in the performance of his duties.

ARTICLE VII.

The address of the initial registered office of the corporation shall be ~~906 N. Madison~~ <sup>316 E. Broadway</sup> Avenue, Pierre, South Dakota, 57501, and the name of the initial registered agent is ~~Patricia de Haack~~ <sup>Larry</sup> ~~Kucker~~.

ARTICLE VIII.

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9/13/95

The number of directors constituting the initial Board of Directors of the corporation is eleven (11), and the names and addresses of the persons who are to serve as directors until the first annual meeting of the members or until their successors are elected and shall qualify are:

<u>Name</u>	<u>Address</u>
Steve Ellingson	1100 Westwood Dr., Pierre, SD 57501
Scott Schuetzle	111 Lee Hill Rd., Pierre, SD 57501
Jeanne Riis	1112 Bridgeview, Pierre, SD 57501
Dave Nelson	118 River Rd., Pierre, SD 57501
Swede Sporrer	1900 Grandview St., Pierre, SD 57501
Dean Beckwith	366 S. Pierre St., Pierre, SD 57501
Jeri Wilcox	2909 County Line Road Ft Pierre, SD 57532
Ken Melius	118 River Road, Pierre, SD 57501
Marc Ford	215 Nelton, Pierre, SD 57501
Larry Kucker	316 E. Broadway, Pierre, SD 57501
Patricia de Hueck	906 N. Madison, Pierre, SD 57501



Receipt No.: 462052

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5/18/95

File Number: NS010319

ART OF INC

For

OAHE HOCKEY ASSOCIATION, INC.

File at the request of:

LARRY KUCKER  
316 E BROADWAY  
PIERRE SD 57501

STATE OF SOUTH DAKOTA

OFFICE OF THE SECRETARY OF STATE

SS.

Filed in the office of Secretary of State on

Date May 2, 1995

**Joyce Hazeltine**  
Secretary of State

Fee Received \$20.00

SOS CRP 491 10/93