

NON-PROFIT CORPORATION
SUBMIT DUPLICATE ORIGINALS

Articles of Incorporation

OF

HOCKEY BOOSTERS, INC.

We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators of a corporation organized under Chapter 10-24, North Dakota Century Code, adopt the following Articles of Incorporation for such Corporation.

ARTICLE 1. The name of said Corporation shall be: Hockey Boosters, Inc.

ARTICLE 2. The period of its duration is: Perpetual
(Perpetual Unless Limited)

ARTICLE 3. The purposes for which the Corporation is organized are: To foster, promote, and undertake enterprises and activities, to promote the general welfare of hockey within the City of Devils Lake, North Dakota, and surrounding area, for the well-being, pleasure, enjoyment and recreation of the participants and the public; to negotiate, execute, and carry out contracts with other persons for the purpose of effecting such enterprises; to acquire and maintain by lease, purchase, gift, or otherwise, real estate and personal property as may be necessary, or desirable in conducting such enterprises; to erect buildings, or other office structures and/or machinery, and to advertise and publicize such enterprises, in and within the Devils Lake community; to borrow and loan money, to solicit contributions from the public, to hire and discharge any necessary employees, and do any and all things whatsoever as may be requisite, necessary and proper in and about the carrying out of the purposes and objects for which this corporation is formed.

ARTICLE 4. This Corporation is not organized for profit and shall have no capital stock.

ARTICLE 5. Provisions for the regulation of the internal affairs of the Corporation, including provisions for distribution of assets on dissolution or final liquidation are:

None

(If no provisions for the regulation of the internal affairs of the corporation are set forth, insert the word "None")

ARTICLE 6. The address of the registered office of the Corporation is: Devils Lake, N.D.

The name of the initial registered agent at such address is: Neil Thompson

ARTICLE 7. The number of directors constituting the initial board of directors of the Corporation is:

Six

(State definite number—not less than 3)

and the names and addresses of the persons who are to serve as initial directors are:

NAME	ADDRESS
A. John Moran, Jr.	Devils Lake, N.D. 58301
I. E. LaFleur, Jr.	Devils Lake, N.D. 58301
Kenneth Koehn	Devils Lake, N.D. 58301
Neil Thompson	Devils Lake, N.D. 58301
J. H. Mahoney	Devils Lake, N.D. 58301
Glen W. Toomey	Devils Lake, N.D. 58301

ARTICLE 8. The name and address of each incorporator is:
(One or More Incorporators)

A. NAME	ADDRESS
John Moran, Jr.	Devils Lake, N.D. 58301
I.F. LaFleur, Jr.	Devils Lake, N.D. 58301
Kenneth Koehn	Devils Lake, N.D. 58301
Neil Thompson	Devils Lake, N.D. 58301
J.H. Mahoney	Devils Lake, N.D. 58301
Glen W. Toomey	Devils Lake, N.D. 58301

We, the above named incorporators, being first duly sworn, say that we each have read the foregoing application and know the contents thereof, and verily believe the statements made therein to be true.

John A. Moran, Jr.
I.F. LaFleur, Jr.
Kenneth Koehn
Neil Thompson

Glen W. Toomey

Dated August 28 1972

Subscribed and sworn to before me this 28th day of August 1972

Suzanne Sanders
Suzanne Sanders, Notary Public

NOTARIAL SEAL

State of North Dakota

My Commission expires December 6 1975

Fee: \$16.00

Certificate No. 23622

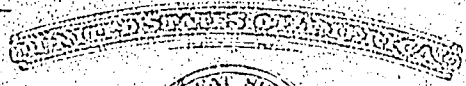
Filing Date August 30 1972

Bert Mercer
(Secretary of State)

(By Deputy)

"Buy North Dakota Products"

Certificate No. 22622



CERTIFICATE OF INCORPORATION OF

HOCKEY BOOSTERS, INC.

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that duplicate originals of Articles of Incorporation for the incorporation of

HOCKEY BOOSTERS, INC.

duly signed and verified pursuant to the provisions of the North Dakota NONPROFIT Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation to

HOCKEY BOOSTERS, INC.

and attaches hereto a duplicate original of the Articles of Incorporation.

Great Seal

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State at the Capitol in the City of Bismarck, this 30th day of August, A. D., 1972.

/s/ BEN MEIER Secretary of State.

By Deputy.

ARTICLES OF AMENDMENT
To The
ARTICLES OF INCORPORATION

Pursuant to the provisions of Section 10-24-35 of the North Dakota Non-Profit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its articles of incorporation:

ARTICLE 1. The name of the Corporation is Hockey Boosters, Inc.

ARTICLE 2. The following amendment of the Articles of Incorporation was adopted by the Corporation: (INSERT AMENDMENT)

The name of the corporation was changed from Hockey Boosters, Inc. to Devils Lake Blue Club, Inc.

The number of the Directors of the corporation has increased from six (6) directors to seven (7) directors.

ARTICLE 3. THE AMENDMENT WAS ADOPTED IN ONE OF THE FOLLOWING METHODS:

The amendment was adopted at a meeting of members held on June 10, 1985, at which a quorum was present, and the amendment received at least two-thirds of the votes which members present or represented by proxy at such meeting were entitled to cast, OR

The amendment was adopted by a consent in writing signed by all members entitled to vote with respect thereto, YES X No

The amendment was adopted at a meeting of the Board of Directors held on June 10, 1985

1985, and received the vote of a majority of the Directors in office, there being no members having voting rights in respect thereto.

The undersigned have read the foregoing articles of amendment and know the contents thereof and verily believe the statements made therein to be true.

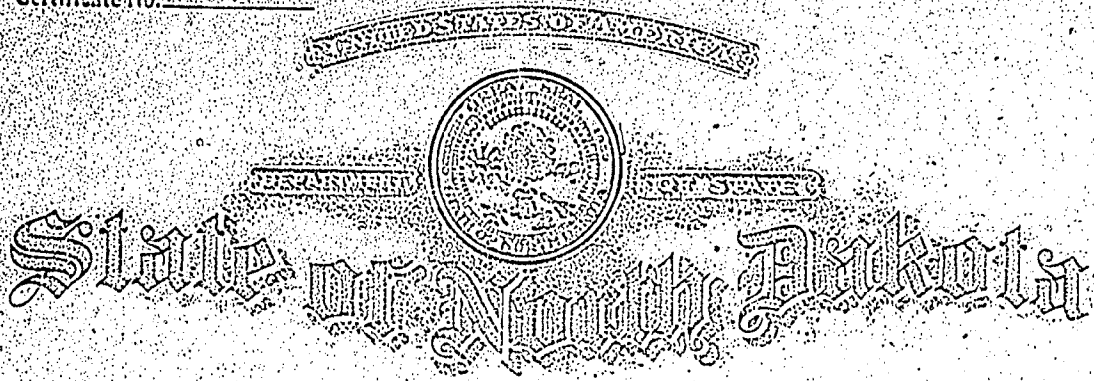
Dated: July 25, 1985 By Steve Halldorson
(President or Vice President) Steve Halldorson
And D. L. Greeves
(Secretary or Assistant Secretary) Dr. D.L. Greeves

Cert. No. 8369

Filing Date July 31, 1985

By B. L. Miller
Secretary of State

Certificate No. 4369



CERTIFICATE OF AMENDMENT
OF

HOCKEY BOOSTERS, INC.

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that duplicate originals of Articles of Amendment to the Articles of Incorporation of HOCKEY BOOSTERS, INC.

duly signed and verified pursuant to the provisions of the North Dakota NON-PROFIT Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Amendment to the Articles of Incorporation of HOCKEY BOOSTERS, INC. and increase number of directors to seven, and amend corporate title to DEVILS LAKE BLUE CLUB, INC.

and attaches hereto a duplicate original of the Articles of Amendment.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State at the Capitol in the City of Bismarck, this 31st day of July, A.D., 1985.

Ben Meier Secretary of State.

By _____, Deputy.

File No. 4387 NP

DUPLICATE

North Dakota Non-Profit Corporation
SUBMIT DUPLICATE ORIGINALS

Fee: \$20.00

ARTICLES OF AMENDMENT
To The
ARTICLES OF INCORPORATION

4384-191

Pursuant to the provisions of Section 10-24-35 of the North Dakota Non-Profit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its articles of incorporation:

ARTICLE 1. The name of the Corporation is Devils Lake Blue Club, Inc.

ARTICLE 2. The following amendment of the Articles of Incorporation was adopted by the Corporation: (INSERT AMENDMENT)

The name of the corporation was changed to Devils Lake Blue Line Club, Inc. (formerly Devils Lake Blue Club, Inc.)

~~The number of directors of the corporation has increased from six (6) directors to seven (7) directors.~~

ARTICLE 3. THE AMENDMENT WAS ADOPTED IN ONE OF THE FOLLOWING METHODS:

The amendment was adopted at a meeting of members held on June 10, 1985, at which a quorum was present, and the amendment received at least two-thirds of the votes which members present or represented by proxy at such meeting were entitled to cast, OR

The amendment was adopted by a consent in writing signed by all members entitled to vote with respect thereto, YES No

The amendment was adopted at a meeting of the Board of Directors held on July 31, 1985, and received the vote of a majority of the Directors in office, there being no members having voting rights in respect thereto.

The undersigned have read the foregoing articles of amendment and know the contents thereof and verily believe the statements made therein to be true.

Dated: November 17, 1985

By Daniel J. Dallen
(President or Vice President)

And Ronald A. Stetach
(Secretary or Assistant Secretary)

Cert. No. 8573

Filing Date: 11-28, 1986

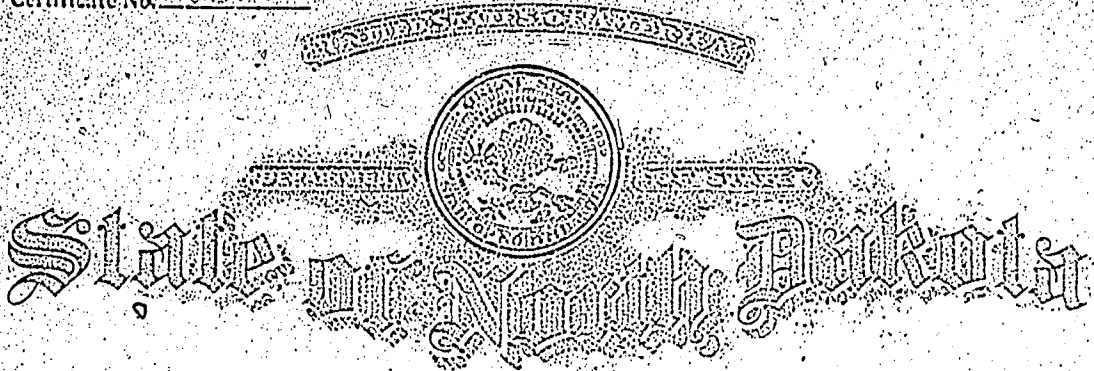
Bruce Meier
Secretary of State

82428-E
Receipt #

Deputy Sm

Filed By Sm

Certificate No. 6573



CERTIFICATE OF AMENDMENT

OF.

DEVILS LAKE BLUE CLUB, INC.

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that duplicate originals of Articles of Amendment to the Articles of Incorporation of _____

DEVILS LAKE BLUE CLUB, INC.

duly signed and verified pursuant to the provisions of the North Dakota _____
NON-PROFIT Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Amendment to the Articles of Incorporation of _____
DEVILS LAKE BLUE CLUB, INC.

Amend corporate file to: DEVILS LAKE BLUE CLUB, INC.

and attaches hereto a duplicate original of the Articles of Amendment.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State at the Capitol in the City of Bismarck, this _____ day of November A.D., 1985.

Don Meier

Secretary of State.

File No. 4324-ND

DUPLICATE

By _____, Deputy.

North Dakota Non-Profit Corporation
SUBMIT DUPLICATE ORIGINALS

Fee: \$20.00

4384-7P

ARTICLES OF AMENDMENT
To The
ARTICLES OF INCORPORATION

Pursuant to the provisions of Section 10-24-35 of the North Dakota Non-Profit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its articles of incorporation:

ARTICLE 1. The name of the Corporation is DEVILS LAKE BLUE LINE CLUB, INC.

ARTICLE 2. The following amendment of the Articles of Incorporation was adopted by the Corporation: (INSERT AMENDMENT)

Attached hereto are amendments which have been adopted by the corporation.

ARTICLE 3. THE AMENDMENT WAS ADOPTED IN ONE OF THE FOLLOWING METHODS:

The amendment was adopted at a meeting of members held on February 25, 19 87, at which a quorum was present, and the amendment received at least two-thirds of the votes which members present or represented by proxy at such meeting were entitled to cast, OR

The amendment was adopted by a consent in writing signed by all members entitled to vote with respect thereto, YES No

The amendment was adopted at a meeting of the Board of Directors held on February 25 19 87 and received the vote of a majority of the Directors in office, there being no members having voting rights in respect thereto.

The undersigned have read the foregoing articles of amendment and know the contents thereof and verily believe the statements made therein to be true.

Dated: February 27, 19 87 By Daniel J. Dahlen
(President or Vice President) Daniel J. Dahlen

And Ronald J. Vetsch
(Secretary or Assistant Secretary) Ronald J. Vetsch

Cert. No. 8608-

Filing Date March 5, 19 87

Ben Meier By BM
Secretary of State

BEN MEIER
SEC. OF STATE
MAR 5 1987

Amendments

Purpose: The corporation is organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

Inurement of Income: 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 corporation shall be authorized and empowered to pay reasonable compensation for services rendered.

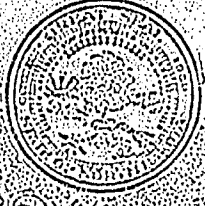
Legislative or Political Activities: No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation and the corporation shall not participate in or intervene (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Operational Limitations: Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions, to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Dissolution Clause: Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all 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 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so 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 organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Certificate No. 195

SEAL OF THE STATE OF NORTH DAKOTA



State of North Dakota

CERTIFICATE OF AMENDMENT

OF

DEVILS LAKE BLUE LINE CLUB, INC.

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that duplicate originals of Articles of Amendment to the Articles of Incorporation of DEVILS LAKE BLUE LINE CLUB, INC.

duly signed and verified pursuant to the provisions of the North Dakota NON-PROFIT Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Amendment to the Articles of Incorporation of DEVILS LAKE BLUE LINE CLUB, INC.

Amend to comply with Section 501 (c)(3) of the IR Code of 1954 & Section 170(c)(2) and as may be amended.

and attaches hereto a duplicate original of the Articles of Amendment.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State at the Capitol in the City of Bismarck, this 3rd day of March A.D., 1957.

Ben Hester

Secretary of State.

File No. 1286 ND

RECEIVED

DUPLICATE

By _____, Deputy.

Amendments

The Constitution and By-Laws of the corporation were amended as follows, to-wit:

ARTICLE VII. SECTION 1, Officers and their Election was amended to read as follows:

Officers of the corporation shall consist of a President, Vice-President, Secretary and Treasurer. These officers will be elected from the membership of the Board of Directors of the corporation at the Annual Meeting which shall henceforth be held in April of each year.

ARTICLE VIII. SECTION 1, Board of Director was amended to read as follows:

The number of the Directors for the corporation was increased from seven (7) to eleven (11) Directors. In 1988 four (4) Directors will be elected from the membership to serve a one (1) year term; four (4) Directors will be elected to serve a two (2) year term; and three (3) Directors will be elected to serve a three (3) year term. Thereafter, Directors will be elected to three (3) year terms with four (4) new Directors each year and on the third year there will be three (3) new Directors elected for three (3) year terms. The past-president of the corporation shall be an ex-officio member of the Board of Directors without voting authority for a term of one (1) year after the expiration of his term of office as President.

Filing Fee - \$10.00

(Additional \$10.00 required when registered agent is changed on this form is accompanied by Registered Agent Consent To Serve.)

RECEIVED

APR 22 1997

SEC. OF STATE

ID No. 1,874,500

WO # 522131

File No. 4,384NP

Filed: 7/5/97 By [Signature]

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT, OR BOTH

To the Secretary of State
State of North Dakota

Pursuant to the provisions of Sections 10-19.1-16 or 10-22-09 of the North Dakota Business Corporation Act, or 10-24-09 or 10-27-09 of the North Dakota Nonprofit Corporation Act, or Sections 10-32-13 or 10-32-141 of the North Dakota Limited Liability Company Act, the undersigned corporation or limited liability company, organized under the laws of the State of North Dakota or authorized to do business in the State of North Dakota, submits the following statement for the purpose of changing its registered office or its registered agent, or both, in the State of North Dakota:

1. The name of the corporation or limited liability company is:

DEVILS LAKE BLUE LINE CLUB, INC.

2. The present address of record of the registered office is:

DEVILS LAKE ND, 58301

3. The address of the new registered office is:

1324 7th St, Devils Lake ND
P.O. Box 125, Devils Lake, N.D. 58301
58301

(Complete street or rural address, city, state and zip code is required. A po box number may be added.)

Does this address also serve as the principal place of business? Yes No

4. The present name of record as registered agent:

NEIL THOMPSON

5. The name of successor registered agent is:

Dale Brown

6. The address of its registered office and the address of the business office of its registered agent as changed will be identical.

7. Such change was authorized by resolution duly adopted by its board of directors.

The undersigned has read the foregoing and knows the contents thereof and verily believes the statements made therein to be true.

Dated: 4/21, 1997

Dale Brown Treasurer
(Signature and Title)

REGISTERED AGENT
CONSENT TO SERVE
SECRETARY OF STATE
SPN 7974 (3-95)

RECEIVED
APR 22 1997
SEC. OF STATE

4384 NP
ID# 1,874,500

WO# 522131

Approved By *ek*

Filed 7/5/97 By *ek*

1. FILING FEE: \$10.00

FILING AND MAILING INSTRUCTIONS ENCLOSED

2. Name of the Corporation, Limited Liability Company, or Limited Liability Partnership for Which the Registered Agent is to Serve

DEVILS LAKE BLUE LINE CLUB, INC.

3.A. Name of the Registered Agent

Dale Brown

B. Registered Agent is (Check One)

- An Individual North Dakota Resident
 A Corporation
 A Limited Liability Company
 A Limited Liability Partnership

C. Social Security/Federal ID # of Registered Agent

4. The designated registered agent hereby consents to act in that capacity for the above named corporation, limited liability company, or limited liability partnership until removed or resignation is submitted in accordance with North Dakota statutes.

Dale Brown, 4/21/97
Signature of Registered Agent Date