

Receipt Number: 1581452

File Number **NS013193**



CERTIFICATE_OF_INCORPORATION

For

SPEARFISH TENNIS ASSOCIATION

Filed at the request of:

MICHAEL S TRUMP
1427 JACKSON ST
SPEARFISH SD 57783

*State of South Dakota
Office of the Secretary of State*

Filed in the office of the Secretary of State on: **Monday, August 07, 2006**



Secretary of State

Fee Received: \$25.00

State of South Dakota



OFFICE OF THE SECRETARY OF STATE

Certificate of Incorporation Nonprofit Corporation

ORGANIZATIONAL ID #: NS013193

I, **Chris Nelson**, Secretary of State of the State of South Dakota, hereby certify that the Articles of Incorporation of **SPEARFISH TENNIS ASSOCIATION** 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.

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 August 7, 2006.



Chris Nelson

Chris Nelson
Secretary of State

346 2051 08/08/2006

RECEIVED

JUL 20 '06

Filed this 7th day of Aug, 2006

ARTICLES OF INCORPORATION
SPEARFISH TENNIS ASSOCIATION

S.D. SEC. OF STATE

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

SECRETARY OF STATE
The name of the corporation is Spearfish Tennis Club

ARTICLE I

RECEIVED

The period of existence is Indefinite

ARTICLE II

AUG 07 '06

The purposes for which the corporation is organized.

S.D. SEC. OF STATE

- A.) To promote and encourage the game of tennis in Spearfish specifically and in the Northern Black Hills generally by offering adult and youth leagues, tournaments, lessons, and recreational/competitive opportunities.
- B.) All members, shareholders, or individuals are prohibited from receiving any income from the corporation accruing from such member, shareholder, or individual.

ARTICLE III

Check one: The corporation will have members. The corporation will not have members _____.

ARTICLE IV

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

Membership in this organization shall consist of voting and non-voting members. Voting membership is known as the Executive Board and will be made up of five members. The Executive Board will consist of the President, Treasurer, Secretary, and two additional voting members. Officers will be elected for a term of one year by the voting membership, through means of democratic election as outlined in the by-laws. Non-voting membership at large will consist of coaches and their staff, parents, participants, and other interested parties.

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.

Directors will be elected as outlined in Article V of this document.

ARTICLE VII

Any provision 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.

Upon dissolution of the Corporation, any unexpended funds and all other assets of the Corporation shall be given to a non-profit organization meeting Section 501c3 of the IRS code, as chosen and determined by the Executive Board of the Corporation.

ARTICLE VIII

The street address or a statement that there is not a street address, of its initial registered office, is 1745 3rd St., Spearfish, SD ZIP 57783
and the name of its initial registered agent at such address is Kent Meyers

ARTICLE IX

The number of directors constituting the initial board of directors is 5 and the names and addresses of the persons who are to serve as the initial directors:

<u>Kent Meyers</u>	<u>1745 3rd St., Spearfish, SD</u>	<u>ZIP 57783</u>
<u>Dick Hicks</u>	<u>345 State St., Spearfish, SD</u>	<u>ZIP 57783</u>
<u>Don Bakeberg</u>	<u>1116 W Jackson Blvd, Spearfish, SD</u>	<u>ZIP 57783</u>
<u>Kyle Doerges</u>	<u>1230 N. 3rd St., Spearfish, SD</u>	<u>ZIP 57783</u>
<u>Doug Dexheimer</u>	<u>21350 US Highway 14A, Lead, SD</u>	<u>ZIP 57754</u>

ARTICLE X

The names and addresses of the incorporators

NS013193

<u>Kent Meyers</u>	<u>1745 3rd St., Spearfish, SD</u>	<u>ZIP 57783</u>
<u>Dick Hicks</u>	<u>345 State St., Spearfish, SD</u>	<u>ZIP 57783</u>
<u>Don Bakeberg</u>	<u>1116 W. Jackson Blvd. Spearfish, SD</u>	<u>ZIP 57783</u>
<u>Kyle Doerges</u>	<u>1230 N. 3rd St., Spearfish, SD</u>	<u>ZIP 57783</u>
<u>Doug Dexheimer</u>	<u>21350 US Highway 14A, Lead, SD</u>	<u>ZIP 57754</u>

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

Executed on the 11th day of July, 2006.

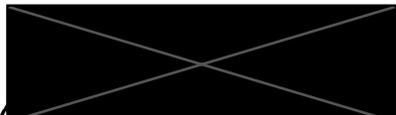
Signature of Incorporators:


Kent Meyers


Dick Hicks


Kyle Doerges


Doug Dexheimer


Don Bakeberg

STATE OF South Dakota
COUNTY OF Lawrence

On this the 11th day of JULY, 2006, before me personally appeared
THE ABOVEMENTIONED PARTIES - DICK HICKS KENT MEYERS DOUG
DON BAKEBERG KYLE DOERGES DEXHEIMER
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 he/she/they executed the same.

9-13-06
My Commission Expires

 - MICHAEL TRUMP
Notary Public

Notarial Seal

The Consent of Appointment Below must be signed by the registered agent

CONSENT OF APPOINTMENT BY THE REGISTERED AGENT

I, Kent Meyers, hereby give my consent to serve as the registered agent
for The Spearfish Tennis Association

Dated July 11, 2006


(Signature of Registered Agent)