

ARTICLES OF INCORPORATION
DALLAS CENTER-GRIMES SOCCER CLUB, INC.

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ARTICLE ONE

The name of the corporation is Dallas Center-Grimes Soccer Club, Inc.

ARTICLE TWO

The corporation is a non-profit corporation.

ARTICLE THREE

This Corporation shall proceed under Chapter 504A of the laws of the State of Iowa.

ARTICLE FOUR

The purpose for which the corporation is formed is as follows: Teaching of children grades one through twelve the fundamentals and techniques of Soccer, good sportsmanship and citizenship, and positive attitudes. This is a community support organization set up for the betterment of our community. The Corporation is organized exclusively for charitable and educational purposes with the meaning of Section 501(c)(3) of the Internal Revenue Code.

ARTICLE FIVE

The principal place of business shall be at Dallas Center-Grimes Community Schools, 1500 Linden Ave., Box 512, Dallas Center, Iowa 50063.

ARTICLE SIX

- (a) The amount of assets which this corporation possesses is:
Real property: 00 dollars (\$000.00)
Personal property: 10,000 dollars (\$10,000.00)

(b) The corporation is to be financed under the following general plan: By public and private donations and membership fees.

Under the provisions of the above-cited statutes, the corporation does not intend to issue shares of stock.

ARTICLE SEVEN

The term of existence of this proposed corporation is perpetual from the date thereof.

ARTICLE EIGHT

The registered agent of the corporation shall be:
Jonathan M. Kimple, Attorney at Law, 1400 Walnut, P.O. Box 607, Dallas Center, Iowa, 50063 (515) 992-4127.

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ARTICLE NINE

The number of directors constituting the initial board of directors of the corporation is 10, and the names and addresses of the persons who are to serve as the initial directors are:

See List:

The directors named in these articles of incorporation as the first board of directors shall hold office until the first annual meeting, at which time an election of directors shall be held. Thereafter, the term of office of each director shall be one year.

ARTICLE TEN

The name and street address of the incorporator is:

Dana Woolworth 716 N 8th St. Grimes, Iowa 50111

ARTICLE ELEVEN

The qualifications required of officers and members of the board of directors are as follows:

Each director and officer shall be a member in good standing of the corporation as defined in the constitution and by-laws of this corporation.

ARTICLE TWELVE

Other provisions of these articles of incorporation notwithstanding, the corporation shall not engage in any act of self-dealing as defined in Section 4941 subdivision (d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws; not retain any excess business holdings as defined in Section 4943 subdivision (c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws; nor make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws; nor make any taxable expenditures as defined in Section 4945 subdivision (d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

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No part of the net earnings or acquired properties of donations of the corporation shall inure to the benefit of, or be distributable to the members, directors, officers, or other private persons except that the Board shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments and distributions in furtherance of the purposes of the Corporation as set forth. In the event Dallas Center-Grimes Soccer Club, Inc. shall cease to exist as an ongoing corporation, the current secretary/treasurer shall, after payment of all outstanding claims against the association, disburse the entire balance of the treasury to the Dallas Center-Grimes Booster Club, or 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 corresponding provision of any future United States Internal Revenue Law), as the Board shall determine. Any such assets not so disposed of shall be disposed of by the District Court of Iowa in and for Dallas County, the Court having jurisdiction over the principal office of the Corporation, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

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 corresponding provision of any future United States Internal Revenue Law.)

No substantial part of the activities of the Corporation shall be the carrying 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.

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ARTICLE THIRTEEN

In the event of a vacancy on the board of directors the board may elect at a special meeting called for such purpose a person to fill such vacancy. Such person shall serve with the same rights and duties and for the same term as the person whom they were elected to succeed.

It witness whereof, the incorporator has executed these Articles of Incorporation at Dallas Center, Dallas County, Iowa on the 31 day of May, 1995.

Dana Woolworth
Dana Woolworth

Subscribed and sworn to before me on the 31st day of May, 1995.

Tanara D. Helderger
Notary Public in and for the
State of Iowa.

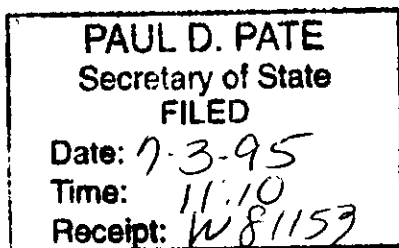


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DALLAS CENTER-GRIMES SOCCER CLUB OFFICERS

1994 - 1995

President	Dana Woolworth 716 N. 8th Street, Grimes, IA 50111	986-4006
Vice President	April Towers P.O. Box 17, Dallas Center, IA 50063	992-3242
Secretary	Penny James P.O. Box 21, Dallas Center, IA 50063	992-3518
Treasurer	Renee Hoy P.O. Box 294, Grimes, IA 50111	986-4138
Registrars	Kris Henkels 601 N. 5th Street, Grimes, IA 50111	986-4338
	Teri Spray 401 - 10th, Dallas Center, IA 50063	992-3343
Director of Coaches	Bob Bensen 200 NW Prairie Creek, Grimes, IA 50111	986-9251
	Kurt Johnson 401 - 15th, Dallas Center, IA 50063	992-3270
Director of Activities	Susie Siegrist 807 Percival, Dallas Center, IA 50063	992-3140
Director of Referees	Rod Chyma 500 Norton Circle, Grimes, IA 50111	986-9471
Director of Fields	Randy Howell 906 Vine, Dallas Center, IA 50063	992-3041
	John Conway 712 N. 5th Street, Grimes, IA 50111	986-4558
Director of Scores	April Towers P.O. Box 17, Dallas Center, IA 50063	992-3242



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