

# State of South Dakota

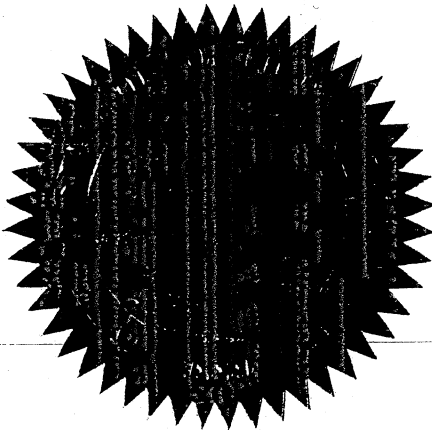


## OFFICE OF THE SECRETARY OF STATE

### CERTIFICATE OF AMENDMENT

I, JOYCE HAZELTINE, Secretary of State of the State of South Dakota, hereby certify that duplicate of the Articles of Amendment to the Articles of Incorporation of LINCOLN HIGH SCHOOL BOOSTER CLUB, INC. duly signed and verified pursuant to the provisions of the South Dakota Corporation Acts, 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 issue this Certificate of Amendment to the Articles of Incorporation and attach hereto a duplicate of the Articles of Amendment of LINCOLN HIGH SCHOOL BOOSTER CLUB, 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 October 24, 1997.

JOYCE HAZELTINE  
Secretary of State

Filed this 24th day of Oct. 1997

*James H. Zellmer*

SECRETARY OF STATE

ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
LINCOLN HIGH SCHOOL BOOSTER CLUB, INC.

RECEIVED  
OCT 24 1997  
S.D. SEC. OF STATE

Pursuant to the provisions of SDCL 47-22-19, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: The name of the corporation is LINCOLN HIGH SCHOOL BOOSTER CLUB, INC.

SECOND: The following amendment of the Articles of Incorporation was adopted by the members of the corporation in the manner prescribed by the South Dakota Business Corporation Act.

Article VII of the Articles of Incorporation of the corporation is hereby amended to read as follows:

ARTICLE VII

Dissolution

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, transfer all the property and assets of the corporation to Lincoln High School, a public high school of Sioux Falls School District No. 49-5 or its successor or successors; or if such entity is not in existence, 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, 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 1986 (or the corresponding provision of any future United States Internal Revenue law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of Minnehaha County, South Dakota, exclusively for such purposes or to such organizational organizations, as such court shall determine, which are organized and operated exclusively for the above-described purposes.



# State of South Dakota

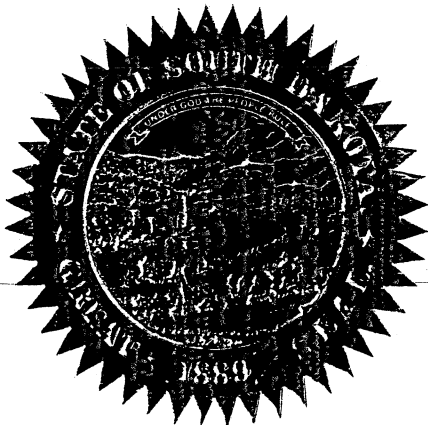


## OFFICE OF THE SECRETARY OF STATE

### 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 LINCOLN HIGH SCHOOL BOOSTER CLUB, 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 LINCOLN HIGH SCHOOL BOOSTER CLUB, 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 June 11, 1997.

JOYCE HAZELTINE  
Secretary of State

Filed this 11th day of June, 1997  
*[Signature]*

RECEIVED  
JUN 11 1997  
S.D. SEC. OF STATE

ARTICLES OF INCORPORATION  
FOR  
LINCOLN HIGH SCHOOL BOOSTER CLUB, INC.

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

ARTICLE I

Name

The name of the corporation is Lincoln High School Booster Club, Inc.

ARTICLE II

Term

The period of existence of the corporation is perpetual.

ARTICLE III

Purposes

A. The purposes for which this corporation is organized are exclusively for charitable, scientific, literary, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. The charitable and educational purposes are designed to provide funding and support for public high school extracurricular activities and programs of Lincoln High School, Sioux Falls School District No. 49-5, located in Sioux Falls, South Dakota.

B. 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 in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

C. Notwithstanding any other provisions hereof, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by any organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, and its regulations as they now exist or as they may hereafter be amended, or by any organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, and its regulations as they now exist or as they may hereafter be amended; or, exempt under the laws of the State of South Dakota, as amended.

ARTICLE IV

Members

The corporation shall have members having membership rights in the corporation in accordance with provisions in the Bylaws.

ARTICLE V

Directors

A. The number of directors constituting the Board of Directors of the corporation shall be as established in the Bylaws of the corporation. The officers of the corporation, the Lincoln High School principal, and the Lincoln High School Athletic Director shall each be ex officio a voting member of the Board of Directors with full rights and privileges of all other directors. Other directors shall be elected by the members having membership rights in the corporation. The term of the initial directors shall commence upon the effective date of these Articles of Incorporation and shall continue for the period set forth opposite their name in Article XI of these Articles of Incorporation and until their successors are elected and qualified. The terms of directors thereafter shall be for two (2) years or until their successors are elected and qualified.

B. A director may be removed from office by a vote of the majority of the remaining members of the Board of Directors for malfeasance, misconduct, or neglect of duty, criminal conviction or for other personal conduct outside the confines of the corporation that is either detrimental or may be viewed as negatively impacting the corporation as determined by the remaining members of the Board of Directors.

ARTICLE VI

No Personal Benefit

The corporation shall be non-stock and no dividends or pecuniary profits shall be declared or paid. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors, officers, or other private individuals, except that the corporation shall be authorized or empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III above.

ARTICLE VII

Dissolution

No director, officer, or other private person shall be entitled to share in the distribution of any of the corporate

assets on dissolution of the corporation. Upon the dissolution or other termination of the corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the corporation, transfer all of the property and assets of this corporation to Lincoln High School, Sioux Falls Public School District solely for purposes of supporting public high school extracurricular activities of Lincoln High School, Sioux Falls Public School District or any successor thereto.

#### ARTICLE VIII

##### Management and Control

The management of the business and the control of the property and assets of the corporation shall be vested in, and its transactions shall be conducted by, the Board of Directors. In furtherance of its purposes, the corporation, through its Board of Directors, shall only have the power to transact any and all lawful activities which nonprofit corporations are authorized to engage in under Chapters 47-22 to 47-26, both inclusive, South Dakota Codified Laws, as the same may be amended from time to time, provided, however, that the corporation shall not carry on any activities not permitted to be carried on either by the corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 and its regulations, as hereafter amended, or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 and its regulations, as the same may be from time to time amended.

#### ARTICLE IX

##### Private Foundation Restrictions

The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to a tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

~~The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.~~

The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal

Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

#### ARTICLE X

##### Registered Office and Agent

The address of the corporation's registered office is 2900 South Cliff Avenue, Sioux Falls, South Dakota 57105, and the name of the registered agent at such address is Lolly Forseth.

#### ARTICLE XI

##### Initial Directors

The number of directors constituting the initial Board of Directors is nine (9) and the names and addresses of the persons who are to serve as initial directors and the length of their initial terms are as follows:

<u>Name</u>	<u>Address</u>
Dan Griffith 4811 S. Baha Avenue Sioux Falls, SD 57106 Length of Initial Term:	Ex officio Director as Principal of Lincoln High School
Lolly Forseth 2900 S. Cliff Avenue Sioux Falls, SD 57105 Length of Initial Term:	Ex officio Director as Athletic Director of Lincoln High School
Pam Jarding 4408 S. Cliff Avenue Sioux Falls, SD 57103 Length of Initial Term:	Ex officio Director as President of Lincoln High School Boosters, Inc.
Scott Lawrence 204 E. 29th Street Sioux Falls, SD 57105 Length of Initial Term:	Ex officio Director as President-Elect of Lincoln High School Boosters, Inc.

Laurie Watt  
1303 East 28th Street  
Sioux Falls, SD 57105  
Length of Initial Term:

Ex officio Director as  
Treasurer of Lincoln High  
School Boosters, Inc.

Sue Parker  
1319 South 2nd Avenue  
Sioux Falls, SD 57105  
Length of Initial Term:

Ex officio Director as  
Treasurer-Elect of Lincoln  
High School Boosters, Inc.

Cindy Whitmore  
908 E. Justin Drive  
Sioux Falls, SD 57106  
Length of Initial Term:

Ex officio Director as  
Secretary of Lincoln High  
School Boosters, Inc.

Larry D. Sprenger  
504 E. 38th Street  
Sioux Falls, SD 57105  
Length of Initial Term:

2 Years

Mary Tidwell  
406 East 21st Street  
Sioux Falls, SD 57105  
Length of Initial Term:

1 Year

## ARTICLE XII

### Incorporators

The names and addresses of the incorporators are as follows:

<u>Name</u>	<u>Address</u>
Larry Sprenger	504 E. 38th Sioux Falls, SD 57105
Pam Jarding	4408 S. Cliff Sioux Falls, SD 57103
Sue Hagen	609 East 35th Street Sioux Falls, SD 57105

ARTICLE XIII

Amendment

These articles may be amended by the members having membership rights in the manner authorized by the laws at the time of the amendment.

Executed in duplicate on the 4 day of June, 1997.

Larry Sprenger  
Larry Sprenger

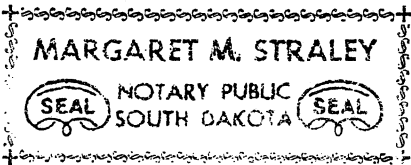
Pam Jarding  
Pam Jarding

Sue Hagen  
Sue Hagen

STATE OF SOUTH DAKOTA )  
  : SS  
COUNTY OF MINNEHAHA )

On this, the 4 day of June, 1997, before me, the undersigned officer, personally appeared Larry Sprenger, known to me or satisfactorily proven to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



Margaret M. Straley  
Notary Public, South Dakota  
My Commission expires: July 10, 2000

STATE OF SOUTH DAKOTA )  
  : SS  
COUNTY OF MINNEHAHA )

On this, the 5TH day of JUNE, 1997, before me, the undersigned officer, personally appeared Pam Jarding, known to me or satisfactorily proven to be the person whose name is



# Application for Employer Identification Number

(For use by employers, corporations, partnerships, trusts, estates, churches, government agencies, certain individuals, and others. See instructions.)

EIN 41-1878569

OMB No. 1545-0003

Rev. December 1995)  
Department of the Treasury  
Internal Revenue Service

▶ Keep a copy for your records.

**1** Name of applicant (Legal name) (See instructions.)  
Lincoln High School Booster Club, Inc.

**2** Trade name of business (if different from name on line 1)

**3** Executor, trustee, "care of" name

**4a** Mailing address (street address) (room, apt., or suite no.)  
2900 S. Cliff Avenue

**5a** Business address (if different from address on lines 4a and 4b)

**4b** City, state, and ZIP code  
Sioux Falls, SD 57105

**5b** City, state, and ZIP code

**6** County and state where principal business is located  
Minnehaha County, South Dakota

**7** Name of principal officer, general partner, grantor, owner, or trustor—SSN required (See instructions.) ▶  
Lolly Forseth; 504-56-2658

**8a** Type of entity (Check only one box.) (See instructions.)

Sole proprietor (SSN)

Partnership

REMIC

State/local government

Other nonprofit organization (specify) ▶

Other (specify) ▶

Personal service corp.

Limited liability co.

National Guard

Estate (SSN of decedent)

Plan administrator-SSN

Other corporation (specify) ▶ support organization for public high school

Trust

Federal Government/military

Farmers' cooperative

Church or church-controlled organization

(enter GEN if applicable)

**8b** If a corporation, name the state or foreign country (if applicable) where incorporated

State \_\_\_\_\_ Foreign country \_\_\_\_\_

**9** Reason for applying (Check only one box.)

Started new business (specify) ▶ \_\_\_\_\_

Hired employees

Created a pension plan (specify type) ▶ \_\_\_\_\_

Banking purpose (specify) ▶ \_\_\_\_\_

Changed type of organization (specify) ▶ \_\_\_\_\_

Purchased going business

Created a trust (specify) ▶ \_\_\_\_\_

Other (specify) ▶ created nonprofit corporation

**10** Date business started or acquired (Mo., day, year) (See instructions.)  
7/1/97

**11** Closing month of accounting year (See instructions.)  
June

**12** First date wages or annuities were paid or will be paid (Mo., day, year). Note: If applicant is a withholding agent, enter date income will first be paid to nonresident alien. (Mo., day, year) . . . . . ▶ N/A

**13** Highest number of employees expected in the next 12 months. Note: If the applicant does not expect to have any employees during the period, enter -0-. (See instructions.) . . . . . ▶

Nonagricultural	Agricultural	Household
0	0	0

**14** Principal activity (See instructions.) ▶

Yes  No

**15** Is the principal business activity manufacturing? . . . . .  Yes  No

If "Yes," principal product and raw material used ▶

**16** To whom are most of the products or services sold? Please check the appropriate box.  Business (wholesale)

Public (retail)  Other (specify) ▶ \_\_\_\_\_  N/A

**17a** Has the applicant ever applied for an identification number for this or any other business? . . . . .  Yes  No

Note: If "Yes," please complete lines 17b and 17c.

**17b** If you checked "Yes" on line 17a, give applicant's legal name and trade name shown on prior application, if different from line 1 or 2 above.

Legal name ▶ \_\_\_\_\_ Trade name ▶ \_\_\_\_\_

**17c** Approximate date when and city and state where the application was filed. Enter previous employer identification number if known.

Approximate date when filed (Mo., day, year) \_\_\_\_\_ City and state where filed \_\_\_\_\_ Previous EIN \_\_\_\_\_

Under penalties of perjury, I declare that I have examined this application, and to the best of my knowledge and belief, it is true, correct, and complete.

Name and title (Please type or print clearly.) ▶ Pam Jarding, President Lincoln Booster Club, Inc.

Business telephone number (include area code) \_\_\_\_\_

Fax telephone number (include area code) \_\_\_\_\_

Signature ▶ Pam Jarding Date ▶ 6-12-97

Note: Do not write below this line. For official use only.

Please leave blank ▶	Geo.	Ind.	Class	Size	Reason for applying
----------------------	------	------	-------	------	---------------------