

**ARTICLES OF INCORPORATION
OF THE FLAGSTAFF TENNIS ASSOCIATION
AN ARIZONA NON-PROFIT CORPORATION
(05/22/10)**

The undersigned incorporators have this day associated themselves for the purpose of forming a non-profit corporation under the laws of the state of Arizona, and do hereby adopt the following Articles of Incorporation.

Article 1 - Name

The name of the corporation shall be the "Flagstaff Tennis Association, Inc.", herein referred to as the "Corporation".

Article 2 - Purpose

The purpose of this Corporation is to operate as a non-profit corporation under Section 501(c)(3) of the Internal Revenue Code, solely and exclusively for the promotion of amateur sports competition and charitable purposes.

Article 3 – Character of Affairs

Without limiting the generality of the foregoing or the character of affairs to be conducted by the Corporation in the future, the Corporation initially shall promote and develop the growth of tennis as a means of healthful recreation and physical fitness for all Flagstaff, Arizona residents, including for such purposes, but without limitation thereon: (1) provide tennis programming for adults and youth, (2) voice community tennis needs and interests to the private and public sectors, (3) organize and conduct tennis tournaments, (4) host civic, social, and recreational activities, and (5) build community among tennis organizations and enthusiasts.

Article 4 – Tax Exemption

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in Article 2.

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 publishing or distribution of statements,) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on: (1) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the United States Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law) or (2) by a corporation, contributions to which are deductible under Section 501(c)(3) of the United States Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Laws).

Article 5 – Dissolution

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, dispose of all its assets exclusively for the purposes of the Corporation in such a manner, or to such organizations organized and operated exclusively for charitable purpose as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the United States Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Laws) as the Board of Directors shall determine.

Any such assets not disposed of shall be disposed of by the Superior Court of the county in which the principal office of the Corporation is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.

Article 6 - Indemnification

The power of indemnification under the Arizona Revised Statutes shall not be denied or limited by the Bylaws.

Article 7 – Board of Directors

The initial Board of Directors shall consist of not less than three (3) or more than five (5) directors. The names and addresses of the persons who are to serve as directors until the first annual meeting of the members, if a member corporation, or Board of Directors, if the Corporation has no members, or until their successors are elected and qualify are:

Scott D. Weber
64 W. Travertine Trail
Flagstaff, AZ 86001

Brenda G Linskey
2672 N. Carefree Circle
Flagstaff, AZ 86004

Jana J. Perpich
1435 N. Rockridge Road
Flagstaff, AZ 86001

Jeffrey K. Jorgensen
5005 E. Lake Country Road
Flagstaff, AZ 86004

John Kolody Jr.
916 N. Wakondo Street
Flagstaff, AZ 86004

The number of persons to serve on the Board of Directors thereafter shall be fixed by the Bylaws.

Article 8 – Known Place of Business

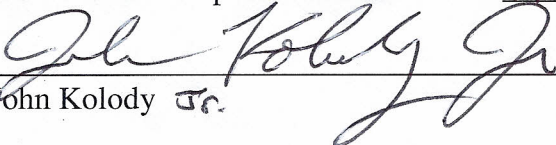
The known place of business of the Corporation shall be 1016 W. University Ave. Ste 204
Flagstaff, AZ 86001, Coconino County.

Article 9 – Statutory Agent

The name of the statutory agent of the Corporation is:

John Kolody Jr., CPA
2 S. Beaver Street #116
Flagstaff, AZ 86001

The undersigned hereby acknowledges and accepts the appointment as statutory agent of the
above-named corporation effective this 27th day of May, 2010.



John Kolody Jr.

Article 10 – Incorporators

The name and addresses of the incorporator is:

Scott D. Weber
64 W. Travertine Trail
Flagstaff, AZ 86001

All powers, duties, and responsibilities of the incorporator shall cease at the time of the delivery
of these Articles of Incorporation to the Arizona Corporation Commission.

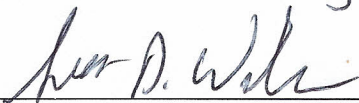
Article 11 – Discrimination

The Corporation will not practice or permit discrimination on the basis of sex, race, national
origin, religion, physical handicap, or disability.

Article 12 – Members

The Corporation will have members with rights, privileges, qualification, and obligations defined
in the Bylaws.

Executed this 27th day of May, 2010 by the incorporator.

Signed: 

Scott D. Weber