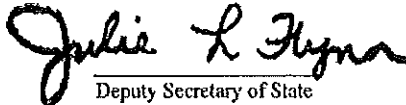


DOMESTIC
NONPROFIT CORPORATION

STATE OF MAINE

ARTICLES OF INCORPORATION

File No. 20120235ND Pages 5
Fee Paid \$ 40
DCN 2113531800007 ARTI
-----FILED-----
12/16/2011


Deputy Secretary of State

A True Copy When Attested By Signature


Deputy Secretary of State

Pursuant to 13-B MRSA §403, the undersigned incorporator(s) execute(s) and deliver(s) the following Articles of Incorporation:

FIRST: The name of the corporation is Biddeford Youth Lacrosse Club.

SECOND: ("X" one box only. Attach additional page(s) if necessary.)

- The corporation is organized as a public benefit corporation for the following purpose or purposes
The corporation is organized for a public, charitable and/or educational purpose and upon dissolution must distribute its assets to a public benefit corporation, the United States, a state, or a person that is recognized as exempt under the Internal Revenue Code, Section 501(c)(3), or any successor provision See Exh A
- The corporation is organized as a mutual benefit corporation for all purposes permitted under Title 13-B or, if not for all such purposes, then for the following purpose or purposes:

THIRD: The Registered Agent is a (select either a Commercial or Noncommercial Registered Agent)

Commercial Registered Agent CRA Public Number: _____

(name of commercial registered agent)

Noncommercial Registered Agent

Keith R. Jacques, Esq.

(name of noncommercial registered agent)

234 Main Street, Biddeford, ME 04005

(physical location, not P O Box – street, city, state and zip code)

P.O. Bo 468, Biddeford, ME 04005

(mailing address if different from above)

FOURTH: Pursuant to 5 MRSA §108 3, the registered agent as listed above has consented to serve as the registered agent for this nonprofit corporation.

FIFTH: The number of directors (not less than 3) constituting the initial board of directors of the corporation, if the number has been designated or if the initial directors have been chosen, is _____

The minimum number of directors (not less than 3) shall be 5 and the maximum number of directors shall be 12.

SIXTH: Members: ("X" one box only.)

- There shall be no members
 There shall be one or more classes of members and the information required by 13-B MRSA §402 is attached. See Exhibit B attached.

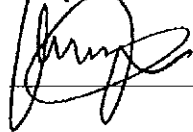
SEVENTH: (Optional) (Check if this article is to apply.)

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

EIGHTH: (Optional) (Check if this article is to apply.)

Other provisions of these articles including provisions for the regulation of the internal affairs of the corporation, distribution of assets on dissolution or final liquidation and the requirements of the Internal Revenue Code section 501(c) are set out in Exhibit A attached hereto and made a part hereof.

Incorporators*



(signature)

Keith R. Jacques, Esq.

(type or print name)

Dated 12/14/11

Street P.O. Box 468

(residence address)

Biddeford, ME 04005

(city, state and zip code)

Street _____

(residence address)

(signature)

(type or print name)

(city, state and zip code)

Street _____

(residence address)

(signature)

(type or print name)

(city, state and zip code)

For Corporate Incorporators*

Name of Corporate Incorporator _____

By _____
(signature of officer)

Street _____
(principal business location)

(type or print name and capacity)

(city, state and zip code)

Name of Corporate Incorporator _____

By _____
(signature of officer)

Street _____
(principal business location)

(type or print name and capacity)

(city, state and zip code)

***Articles are to be executed as follows:**

If a corporation is an incorporator (13-B MRSA §401), the name of the corporation should be typed or printed and signed on its behalf by an officer of the corporation. The articles of incorporation must be accompanied by a certificate of an appropriate officer of the corporation, not the person signing the articles, certifying that the person executing the articles on behalf of the corporation was duly authorized to do so.

Please remit your payment made payable to the Maine Secretary of State

Submit completed form to:

**Secretary of State
Division of Corporations, UCC and Commissions
101 State House Station
Augusta, ME 04333-0101
Telephone Inquiries: (207) 624-7752**

Email Inquiries: CEC_Corporations@Maine.gov

EXHIBIT A

PURPOSE AND ACTIVITIES

- Section 1. The organization is organized exclusively for public, charitable, and/or educational purposes under section 501(c)(3) of the Internal Revenue Code.
- Section 2. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing and distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or to a public benefit corporation, or to the federal, state or local government, for a public purpose.

EXHIBIT B

Membership

- Section 1** Membership shall include all players registered and playing on BYL teams in the current, or prior, fiscal year plus parents and/or guardians of all such players under the age of 18. Membership in BYL shall also include coaches, and other individuals (15 years of age or older) who have volunteered in assisting the organization during the current, or prior, fiscal year.
- Section 2** All others seeking membership must be approved by a vote of the Directors. Any person sincerely interested in active participation in support of the objectives of BYL may apply to become a member.
- Section 3** **Classes.** There shall be two classes of members:
- (a) Regular Members. All individuals described in Article IV, Sections 1 and 2, shall be eligible to participate but shall have no rights, duties, or obligations in the management of the Club.
All officers, Board members, committee members, coaches, team parents, and other elected or appointed agents must be Regular Members, aged 18 or older, in good standing as defined in Article IV, Section 4.
- (b) Voting Members Voting Members shall be a sub-set of the Regular Members and shall include the following:
- Board Members (including officers)
 - Team Parents
 - Appointed Committee Chairs and Coordinators
 - Head and Assistant Coaches (subject to a minimum of two coaches per team for "travel" teams and one coach per team for "house" teams and a maximum of one coach for every eight (8) players on a team, rounded down)
- Only Voting Members in good standing are eligible to vote at the Annual Meeting.
- Section 4** To be a member in good standing, the member, plus all members of his immediate family, must be fully paid and have no outstanding equipment (either players' or coaches' equipment, retained past its scheduled return date), and must not currently be suspended, terminated, or under any disciplinary limitations.