

Articles of Incorporation
Of
AMES PICKLEBALL CLUB, INC.

Pursuant to Iowa Code Chapter 504, known as the Revised Iowa Nonprofit Corporation Act, the undersigned, acting as incorporator, adopts the following Articles of Incorporation:

ARTICLE I – NAME

The name of the Corporation is Ames Pickleball Club, Inc.

ARTICLE II – MEMBERS

The Corporation shall have members. There shall be one or more classes of members. The qualifications, rights and obligations of membership shall be fixed in the Bylaws of the Corporation.

ARTICLE III – PURPOSE AND POWER

The Corporation is organized exclusively for those purposes allowed an exempt corporation under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue law), including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future United States tax code.

The Corporation shall have all of the powers given to it by the laws of the State of Iowa; provided, however, only such powers shall be exercised as are in furtherance of the tax exempt purposes of the Corporation and as may be exercised by an organization exempt under Section 501(c)(3) of the Internal Revenue Code, as amended (or the corresponding section of any future United States tax code.)

ARTICLE IV – RESTRICTIONS

The Corporation is not organized for profit. No part of the net earnings of this Corporation shall inure to the benefit of, or be distributable to, its members, trustees, 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 purposes set forth in these Articles of Incorporation.

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 or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any activities not permitted to be carried on by the following: (a) by a corporation exempt from Federal income tax under

Section 501(c)(3) of the Internal Revenue Code or corresponding provision of any future federal tax code or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE V – REGISTERED AGENT AND OFFICE

The address of the initial Registered Office of the Corporation is 612 Kellogg Avenue, Ames, Iowa, 50010, and the name of its initial Registered Agent at such address is Nicole S. Facio.

ARTICLE VI – INCORPORATOR

The name and address of the incorporator is Nicole S. Facio, 612 Kellogg Avenue, Ames, Iowa, 50010.

ARTICLE VII – DIRECTORS

The Executive Board of Directors shall be vested with responsibility for the administration, government, and management of the business affairs and property of the Corporation. The names persons who are to serve as Directors until the first annual meeting of the members, or until their successors are elected and qualified, are:

Name

Nicole Facio
Becky Shoenrock
Merle Brendeland
Kris Wilson
Nick Zika
James Lei Butters
Karen Waline
Julie Spaid
Phebe Harnmes

ARTICLE VIII – DISSOLUTION

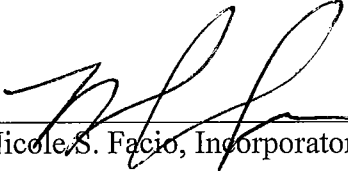
Upon the dissolution of the Corporation, assets shall be distributed by the Executive Board of Directors for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the District Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX – AMENDMENT

These Articles may be altered, amended or repealed and new Articles adopted by the affirmative vote of two-thirds of the entire Executive Board of Directors at a meeting of the Executive Board of Directors. Notice of the meeting setting forth the proposed amendment or a summary of the changes to be effected thereby shall be given to each Director at least ten (10) days prior thereto by written notice delivered personally or sent by mail to each Director at his or her address as shown in the records of the Corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail so addressed with postage prepaid.

ARTICLE X – EFFECTIVE DATE

Dated and executed this 31st day of December, 2020.



Nicole S. Facio, Incorporator