

Esko Little League / Softball Association
ELLSA
Articles of Incorporation
As of March 1, 2009

The undersigned incorporator(s) is an (are) individual(s) 18 years of age or older and adopt the following articles of incorporation to form a non-profit corporation (Chapter 317A).

ARTICLE I
NAME/REGISTERED OFFICE

The name of the corporation shall be Esko Little League / Softball Association (ELLSA). The place in Minnesota where the principal office of the corporation is to be located at 25 Ridge Road, Esko, MN 55733.

ARTICLE II
PURPOSE

This corporation is organized exclusively for charitable, religious, educational, and scientific purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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 tax code.

ARTICLE III
LIMITATIONS

It all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the corporation shall inure to any member of the corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the corporation, nor to any other private persons, excepting solely such reasonable compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation;
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office; and
3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

4. The corporation shall not lend any of its assets to any officer or director of this corporation or guarantee to any person the payment of a loan by an officer or director of this corporation.

ARTICLE IV DIRECTORS/MEMBERS

This corporation shall have members. The eligibility, rights and obligations of the members will be determined by the organization's bylaws.

The number of directors constituting the initial board of directors is Seven (7); their names and addresses are as follows:

1. Brad Emanuel 43 Birch Drive, Esko, MN 55733
2. Dan Linder 10 Beth Ann Drive, Esko, MN 55733
3. Rus Saralampi 10 W. St. Louis River Road, Esko, MN 55733
4. Lynn McComber 25 Ridge Road, Esko, MN 55733
5. Holly Olson 212 Ratika Road, Esko, MN 55733
6. Kim Linder 10 Beth Ann Drive, Esko, MN 55733
7. Ben Haugen 153 No. Cloquet Road, Esko, MN 55733

Members of the initial board of directors shall serve until the annual meeting, at which their successors will be duly elected and qualified, or removed as provided by the bylaws.

ARTICLE V DEBT OBLIGATIONS AND PERSONAL LIABILITY

No member, officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE VI DISSOLUTION

Upon the time of dissolution of the corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or shall be distributed to Esko Sports Alliance, also a non profit organization.

ARTICLE VII INCORPORATOR

The undersigned incorporators certify that we are authorized to sign these articles and that the information in these articles is true and correct. We also understand that if any of this information is intentionally or knowingly misstated that criminal penalties will apply as if we had signed these articles under oath.

Signature _____

Date _____