

ARTICLES OF INCORPORATION
OF
JUNIOR WARRIOR SOFTBALL ASSOCIATION

The undersigned individual, acting as the incorporator of a nonprofit corporation organized under the Revised Iowa Nonprofit Corporation Act, Chapter 504 *et. seq.* of the Iowa Code, as amended from time to time, does hereby adopt the following Articles of Incorporation (the “*Articles*”):

ARTICLE I
NAME

The name of the corporation shall be Junior Warrior Softball Association (the “*Corporation*”).

ARTICLE II
REGISTERED OFFICE AND AGENT

The address of the Registered Office shall be 2410 Bever Ave SE, Cedar Rapids, Iowa 52403 and the name of the initial registered agent as such address shall be Suzanne P. Nichols.

ARTICLE III
MEMBERSHIP

The Members of the Corporation shall be individuals who are the parents or legal guardians of all youths registered, all registered adult volunteers, and all registered coaches who are in good standing with the Corporation.

ARTICLE IV
INCORPORATOR

The name and address of the sole incorporator is:

Suzanne P. Nichols
2410 Bever Ave SE
Cedar Rapids, IA 52403

ARTICLE V
DISTRIBUTION ON DISSOLUTION

5.01 Upon the dissolution of the Corporation, the Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purpose of the Corporation by distributing such assets to one or more tax-exempt organizations with a significant charitable mission that the Corporation is organized and operated to support.

No distribution shall be made to any private foundation or taxable entity. Any distribution under this Article shall, to the extent possible, be made to the General Athletic Fund of Cedar Rapids George Washington High School so that the funds will be utilized in a manner consistent and in furtherance of the goals and purpose of the Corporation.

5.02 Any of such assets not so disposed of shall be disposed by the District Court of the State of Iowa of the Country in which the principal office of the Corporation is located, exclusively for such purposes or to such organization or organizations as such Court shall determine, which are organize and operated exclusively for such purposes.

ARTICLE VI PURPOSE

This Corporation is organized and shall be operated exclusively and irrevocably for educational opportunities in the sport of Girls' Softball at recreational, instructional and competitive levels; and to promote good sportsmanship and teamwork by offering softball related activities for youth and other interested individuals.

ARTICLE VII BOARD OF DIRECTORS

7.01 The affairs and business of the Corporation shall be conducted by a Board of Directors (*"the Board"*), which shall have and shall exercise the powers of the Corporation.

7.02 The initial Board of Directors shall consist of five (5) persons. The names and street addresses of the initial Board of Directors are:

Denita Perterson
1545 - 26th St.
Marion, Iowa 52302

David Obst
839 - 21st St. SE
Cedar Rapids, Iowa 52403

Ben Kock
1830 - 30th St. Dr. SE
Cedar Rapids, Iowa 52403

Suzanne Nichols
2410 Bever Ave SE
Cedar Rapids, Iowa 52403

Breann Sells
2915 Sue Ln NW
Cedar Rapids, Iowa 52405

ARTICLE VIII
NON-LIABILITY

8.01 Except as otherwise required by the Act, the Directors, officers, trustees, employees, and volunteers of the Corporation shall not be liable for the debts, liabilities or obligations of the Corporation, and the private property of such person shall not be subject to the payment of debts, liabilities or obligations of the Corporation.

8.02 A Director, officer, trustee, employee, or volunteer of the Corporation is not personally liable in such capacity, for a claim based upon an act or omission of the person performed in the discharge of the person's duties, except for liability for any actions for which the Act does not permit the Corporation to limit or eliminate the liability of a such person.

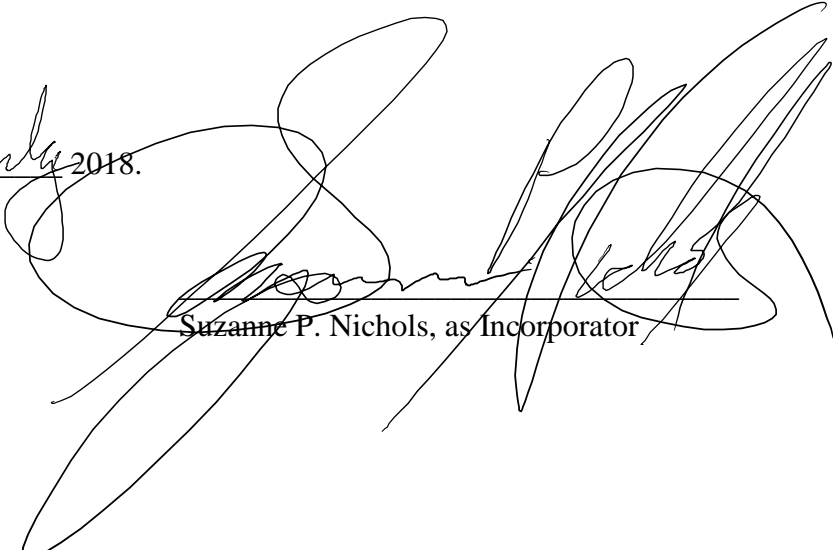
8.03 If the Act is amended after the effective date of these Articles of Incorporation to authorize the further elimination or limitation of the liability of directors, officers, trustees, employees, members or volunteers, then the liability of such persons shall be eliminated to the fullest extent permitted the Act, as so amended.

8.04 No amendment or repeal of this Article VIII shall apply to or have any effect on the liability or alleged liability of any Director, officer, trustee, employee, member or volunteer of the Corporation for or with respect to any acts or omissions of such person occurring prior to such amendment or repeal.

ARTICLE IX
BYLAWS

The Board of Directors of the Corporation may make and appoint Bylaws not inconsistent with the Articles.

Dated this 12th day of July 2018.



Suzanne P. Nichols, as Incorporator