

FILED
DEC 31 1997
WILLIAM M. GARDNER
NEW HAMPSHIRE
SECRETARY OF STATE

ARTICLES OF AGREEMENT

of

WHITE MOUNTAIN YOUTH HOCKEY

We, the undersigned, being of lawful age, by these Articles of Agreement have associated, and do hereby associate ourselves together, as a body politic and corporate according to the provisions of Chapter 292 of the Revised Statutes Annotated of the State of New Hampshire, and other laws and statutes of said state relating thereto and prescribing the duties and powers of corporations, under the corporate name and for the purposes hereinafter set forth.

I. NAME

The name of this corporation shall be WHITE MOUNTAIN YOUTH HOCKEY.

II. PURPOSE

Said corporation is organized exclusively for charitable purposes, and particularly without limiting the generality of the foregoing: To further the sport of hockey among the youth of the White Mountain Region area through organized instruction, education, activity and participation.

III. PLACE OF BUSINESS

The principal place of business of this corporation and its principal office shall be at the address of its President. The present President's name and address is:

Peter Barnum
Holderness School
Plymouth, NH 03264-9104

IV. CORPORATE POWERS

A. The corporation shall have the power to buy, lease, create, construct, or otherwise acquire any and all kinds of property, real or personal, and rights necessary or essential to, or convenient for the carrying on of the exempt purposes of this corporation.

B. Further, the corporation shall be empowered to borrow money and, from time to time, to make, accept, execute and deliver bonds, debentures, promissory notes, bills, and other obligations of the corporation for monies borrowed or in payment for property acquired or for services rendered or for any other exempt objects or purposes of the corporation or its business, and to secure the payment of any such obligations by mortgage, pledge, deed, indenture, agreement, or other instrument of trust or by lien, assignment of, or any agreement in regard to all or any of the property, rights, or privileges of the corporation wherever situated whether now owned or hereafter to be acquired.

C. In addition to the objects listed above, but without limiting the generality of the foregoing, and consistent with its status as a fully exempt public charity, the corporation shall have the power to carry on any other business and to do all and everything necessary, suitable, and proper for the accomplishment of any of the exempt purposes or the attainment of any of the objects or the furthering of any of the purposes set forth above, either alone or in association with other corporations, firms or individuals as principal or agent, to do every other act or acts, thing or things, incidental or pertinent to or growing out of or connected with the aforesaid exempt business or powers, or any part or parts thereof not prohibited by law and in accordance with the general powers or privileges granted to corporations generally by Chapter 292 of the Revised Statutes of New Hampshire Annotated, Section 4, and any amendments thereto.

D. None of the powers granted herein shall be deemed to empower the corporation to actively pursue for profit such business activity unrelated to its exempt function so as to endanger its qualification as a fully exempt public charity under Internal Revenue Code Sections 501(c)(3) and 509(a)(1)-(4) as presently constituted or hereinafter amended.

V. BY-LAWS

Membership in the corporation, the number of officers, their several terms of office, mode of election, respective duties and all other things appertaining to the business of the corporation shall be defined and established in the By-Laws to be adopted by the corporation.

VI. BOARD OF TRUSTEES

The names and addresses of the persons who are to be the initial Board of Trustees (or "Directors" as context may imply or require) of the corporation are as follows:

Peter Barnum
Holderness School
Plymouth, NH 03264-9104

John Boyle
Three Randolph Street
Plymouth, NH 03264

Cynthia White
RR 3 Box 55A
Plymouth, NH 03264

Susan Forte-Blenkhorn
RR 3 Box 125C
Plymouth, NH 03264

Karen Currier
P O Box 133
Holderness, NH 03245

VII. OBSERVANCE OF REQUIREMENTS OF TAX REFORM ACT OF 1986

A. The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986 (or corresponding provisions of any future United States Internal Revenue Law).

B. The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986 (or corresponding provisions of any United States Internal Revenue Law).

C. The corporation shall not retain any excess business holding as defined in Section 4943(c) of the Internal Revenue Code of 1986 (or corresponding provisions of any United States Internal Revenue Law).

D. The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).

E. The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986 (or corresponding provisions of any future United States Internal Revenue Law).

VIII. TAX EXEMPT STATUS

This corporation shall have no capital stock and no part of the net earnings of the 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 Article II hereof. No 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 provisions of these articles, the

corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).

IX. DISTRIBUTION OF ASSETS ON DISSOLUTION

Upon dissolution of the corporation, the Board of Trustees shall, after paying or making provisions for the payment of all of the liabilities of the corporation, distribute the then remaining assets of the corporation exclusively for the purposes of the corporation in such manner or to such organization or organizations organized and operated exclusively for charitable, educational or religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any of such assets not so 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 purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

X. FIRST MEETING

The first meeting of this corporation shall be held April 1, 1998, 7:00pm at Hopkins Law Office, P.C., 270 Main Street, Plymouth, NH.

XI. AMENDMENTS

These Articles of Agreement may be amended, altered, or repealed at any legal meeting of the Board of Trustees, provided notice of the same is given in the call of the meeting.

IN WITNESS WHEREOF, we have hereunto subscribed our names this 24th day of November, 1997.

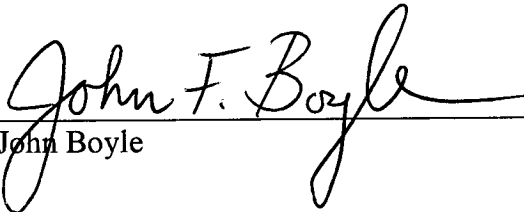
Name

Mailing Address



Peter Barnum

Holderness School
Plymouth, NH 03264-9104



John Boyle

Three Randolph Street
Plymouth, NH 03264



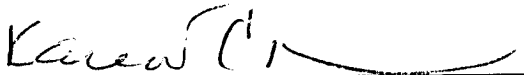
Cynthia White

RR 3 Box 55A
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Susan Forte-Blenkorn

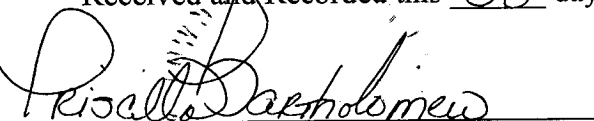
RR 3 Box 125C
Plymouth, NH 03264



Karen Currier

P O Box 133
Holderness, NH 03245

Received and Recorded this 30 day of December, 1997,



Town Clerk,
Town of Holderness