

**ARTICLES OF INCORPORATION FOR A NONPROFIT CORPORATION
(WITH MANAGEMENT VESTED IN MEMBERS)**

**ARTICLES OF INCORPORATION OF
Ohio South Youth Sport Space**

Pursuant to the provisions of the Ohio Nonprofit Corporation Act, the undersigned corporation adopts the following Articles of Incorporation:

ARTICLE 1

The name of the corporation is Ohio South Youth Sport Space (OSYSS).

ARTICLE 2

The corporation is a nonprofit corporation that is organized for the transaction of any and all lawful acts for which nonprofit corporations may be incorporated under the Ohio Nonprofit Corporation Act.

ARTICLE 3

The period of duration is perpetual.

ARTICLE 4

1. The purpose of the corporation is for any lawful purpose permitted by the Nonprofit Laws of the State of Ohio; and exclusively for charitable, religious, scientific, or educational purposes either directly or by contributions to organizations that qualify as exempt under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereinafter be amended.
2. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to any director, officer, or member of the corporation or any 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 carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publication of distribution of statements) any political campaign on behalf of, or in opposition to any candidate for public office.
3. If the corporation is a private foundation as defined by Section 509 of the Internal Revenue Code and its Regulations as they now exist or as they may hereinafter be amended, the following provisions shall apply:

- a.) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal laws;
 - b.) The corporation shall not engage in any act of self-dealing as defined in Section 4941 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal laws;
 - c.) The corporation shall not retain any excess business holdings as defined in Section 4943 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal laws;
 - 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 1954, or corresponding provisions of any subsequent federal laws;
 - e.) The corporation shall not make any taxable expenditures in such manner as to subject it to tax under Section 4945 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal laws.
4. Notwithstanding any other provision 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, or the corresponding section 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 the corresponding section of any future federal tax code.
5. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the 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 a court of competent jurisdiction 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 such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE 5

The Corporation shall have members whose rights and duties shall be set forth in the bylaws.

ARTICLE 6

The street address of its initial registered office is 1321 Research Park, Beavercreek, Ohio 45432, and the name of its initial registered agent at such address is J. Andrew Root, 133 E. Market St., Xenia, Ohio 45385.

ARTICLE 7

Management of the affairs of the corporation shall be vested in the members.

ARTICLE 8

The name and address of the incorporators are:

Incorporator

Incorporator

Incorporator

Incorporator
