

CD08 CHRONOLOGY

SECRETARY OF STATE CRIS

11/16/94 09:30:07

ADD ONLY SCREEN

CORP ID 8046196

OTHER SELECTION CD 08

NAME SHAWANO HOCKEY LEAGUE, INC.

CORP TYPE 06

FNC NC	EFF DATE	SEQ	TRAN	FILED DATE	ADDITIONAL DESCRIPTION
	11/15/1994	001	INC	11/15/1994	

178 NO MORE CHRONOLOGY DATA FOUND.

RECEIVED  
SECRETARY OF STATE  
STATE OF WISCONSIN

ARTICLES OF INCORPORATION

94 NOV 15 P3:03

of

NOV 16 12:00PM

#.#

143872 DCORP 35

35.00

SHAWANO HOCKEY LEAGUE, INC.

NOV 16 12:00PM

#.#

143873 EXPED 25

25.00

Article 1  
NAME

1.01 The name of the Corporation is Shawano Hockey League, Inc.

Article 2  
PURPOSE

2.01 The purpose of this Corporation is to promote interest in hockey and to develop hockey activities in the greater Shawano area.

2.02 To accomplish this purpose, the Corporation is empowered to:

- (1) Promote knowledge of and interest in hockey,
- (2) Organize a youth hockey program,
- (3) Organize an adult hockey program,
- (4) Associate with the Amateur Hockey Association of the United States (AHAUS) and/or with other organizations designed to fulfill the Corporation's purpose, and
- (5) Exercise all lawful powers and engage in any lawful activity to accomplish its purpose.

Article 3  
NATURE OF CORPORATION

3.01 This Corporation shall be a nonstock, nonprofit Corporation.

3.02 No part of the income or assets of the Corporation shall be distributable to its Members, Directors or Officers, except to pay or reimburse these persons for reasonable and necessary expenses incurred by these persons and authorized by the Board of Directors.

3.03 The Corporation shall comply with all provisions of the Internal Revenue Code of the United States and of the Wisconsin Statutes and any Regulations or Rules established under them so as to become and remain a tax exempt organization.

Article 4  
MEMBERSHIP; VOTING RIGHTS

4.01 Membership and classes of Membership, if any, together with the qualifications, rights and method of acceptance of Members of each class, shall be as determined by the By Laws of the corporation

4.02 Voting rights of Members shall be as determined by the By Laws of the Corporation.

4.03 Membership shall terminate by death, voluntary withdrawal or expulsion as further set out in the By Laws of the Corporation.

Article 5  
ANNUAL MEETINGS; MEMBERSHIP MEETINGS

5.01 The Annual Meeting of the Corporation shall take place in March of each year, subject to change as set out in the By Laws of the Corporation.

5.02 Other Membership Meetings may be called as set out in the By Laws of the Corporation.

5.03 The dates, times and places of all Meetings, as well as the Notice required, shall be as set out in the By Laws of the Corporation.

5.04 A quorum at a Membership Meeting shall be those Members present, provided Notice in accord with the By Laws has been given.

PRINCIPAL Article 6  
REGISTERED OFFICE AND AGENT

6.01 The ~~Registered~~ <sup>PRINCIPAL</sup> Office of the Corporation is N6420 Old Lake Road, Shawano WI 54186, located in Shawano County, Wisconsin.

6.02 The Registered Agent, and address of the Registered Agent of the Corporation is:

Thomas R. Marlier  
N6420 Old Lake Road  
Shawano WI 54186

6.03 The ~~Registered~~ <sup>PRINCIPAL</sup> Office, the Registered Agent and the address of the Registered Agent shall be changed in accord with the relevant provisions of Chap. 181, State.

Article 7  
BY LAWS

7.01 The Initial By Laws of the Corporation shall be adopted by its Board of Directors.

7.02 Thereafter, By Laws may be adopted, amended or repealed by either the Members or by the Board of Directors as set out in the By Laws of the Corporation.

7.03 The Board of Directors shall have authority to amend or repeal By Laws adopted by the Members, such authority to be exercised in accord with the By Laws of the Corporation.

Article 8  
DIRECTORS

8.01 The affairs of the Corporation shall be managed by the Board of Directors.

8.02 The Initial Board of Directors shall be:

Marlene I. Brath  
418 N. Lafayette St.  
Shawano WI 54166

James L. Kamke  
914 Prospect St.  
Shawano WI 54166

Thomas R. Marlier  
N5420 Old Lake Road  
Shawano WI 54166

William V. Matthias  
614 S. Smalley St.  
Shawano WI 54166

John R. Spencer  
170 Robin Lane  
Shawano WI 54166

Rick J. Stautz  
319 S. Lincoln St.  
Shawano WI 54166

Peter M. Sutherland  
103 Alpine Terrace  
Shawano WI 54166

Jacquelynn H. Zander  
1007 S. Sawyer St.  
Shawano WI 54166

and they shall hold office until the By Laws of the Corporation are adopted and new Directors are elected and installed in accord with the By Laws of the Corporation.

8.03 The By Laws of the Corporation shall set out with respect to the Board of Directors, the:

- (1) Qualifications for Directors,
- (2) Number of Directors,
- (3) Method of election of Directors,
- (4) Term of office of Directors,
- (5) Provisions to fill vacancies until the next succeeding election,
- (6) Procedures and reasons for removal of a Director from office,
- (7) Quorum required for Meetings of the Board of Directors,
- (8) Regular Meetings of the Board of Directors and the Notice required, if any,
- (9) Provisions for calling Special Meetings of the Board of Directors and the Notice required,
- (10) Vote required for specific matters, if other than a majority of the quorum,
- (11) Methods of Meetings of the Board of Directors and the Notice required, if the Meeting is other than by personal attendance, and
- (12) Other reasonable and necessary matters not contrary to law or to these Articles of Incorporation.

8.04 The Board of Directors shall have the authority to delegate the authority to act with respect to specific matters to one or more Committees consisting of three (3) or more Directors by a Resolution adopted by a two-thirds (2/3) vote of the full Board of Directors.

Article 9  
OFFICERS

9.01 The Officers of the Corporation shall be a President, a Vice President, a Secretary, a Treasurer, a Registrar and such other Officers as set out in the By Laws of the Corporation.

9.02 The Officers of the Corporation shall be members of the Board of Directors, but shall not constitute a majority of the Board of Directors.

9.03 Two (2) or more Offices may be held by the same person if provided for in the By Laws, except that the same person may not hold the Offices of President and Vice President or the Offices of President and Secretary.

9.04 All Officers shall be elected by the Board of Directors at its first Meeting after the Annual Meeting of the Membership.

9.05 The term of office for all Officers shall be for one (1) year.

9.06 The By Laws of the Corporation shall set out with respect to the Officers the:

- (1) Method of election of Officers,
- (2) Method of filling vacancies,
- (3) Duties of the Officers,
- (4) Procedures and reasons for removal of Officers,
- (5) Other reasonable and necessary matters not contrary to law or to those Articles of Incorporation.

#### Article 10 INDEMNIFICATION

10.01 Indemnification and allowance of expenses of Members, Directors, Officers and agents of the Corporation shall be as pursuant to secs. 101.041 to 101.053, Stats.

10.02 The Board of Directors shall determine the method or methods to provide for this indemnification and allowance of expenses.

#### Article 11 INCORPORATORS

11.01 The names and addresses of the Incorporators are:

Thomas R. Marlier  
N6420 Old Lake Road  
Shawano WI 54166

Rick J. Stautz  
313 S. Lincoln Street  
Shawano WI 54166

*Thomas R. Marlier*

*Rick J. Stautz*

AUTHENTICATION

AUTHENTICATION

Signature of Thomas R. Marlier  
authenticated before me  
this 9<sup>th</sup> day of November, 1994.

Signature of Rick J. Stautz  
authenticated before me  
this 9<sup>th</sup> day of November, 1994.

My Commission expires 04/23/95.

My Commission 7/2/95.

These Articles of Incorporation were drafted by:  
Thomas R. Marlier, Attorney at Law  
N6420 Old Lake Road  
Shawano WI 54166  
(715) 526-6099

#18.00 *Shawano Co.*

**ARTICLES OF  
INCORPORATION**

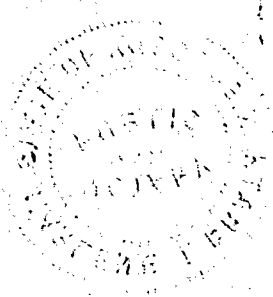
STATE OF WISCONSIN  
FILED

NOV 15 1994

DOUGLAS LA FOLLETTE  
SECRETARY OF STATE


**CHAPTER 181  
NONSTOCK**

#35.00 + #25.00 Exp



UNITED STATES CONFEDERATION

# The State of Wisconsin



DATE: NOVEMBER 15, 1994

CORP. I.D.  
S046196

OFFICE OF THE SECRETARY OF STATE

TO ALL TO WHOM THESE PRESENTS SHALL COME:

The undersigned, as Secretary of State of the State of Wisconsin, hereby certifies that, on the date above written, Articles of Incorporation (or Association) of

SHAWANO HOCKEY LEAGUE, INC.

were filed in my office under the provisions of the Wisconsin Statutes, and in particular under CHAPTER 181—THE WISCONSIN NONSTOCK CORPORATION LAW

THE STATE OF WISCONSIN does hereby grant unto said organization the powers and privileges conferred upon such organization by the Wisconsin Statutes for the pursuit of any purposes lawful under the chapter or section of the Wisconsin Statutes, of its organization except as such purposes may be further limited in said Articles. IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal, at Madison, on 11/15/1994



*Douglas La Follette*

DOUGLAS La FOLLETTE  
Secretary of State

06 5046196



REC-117-28 49: 086

RESTATED ARTICLES OF INCORPORATION

of

SHAWANO HOCKEY LEAGUE, INC.

Article 1  
NAME

MAR 29 12:00PM  
# 4  
158652 DCRF 33

33.00

1.01 The name of the Corporation is Shawano Hockey League, Inc.

Article 2  
PURPOSE

2.01 The purpose of this Corporation is to promote interest in hockey and to develop hockey activities in the greater Shawano area.

- 2.02 To accomplish this purpose, the Corporation is empowered to:
- (1) Promote knowledge of and interest in hockey,
  - (2) Organize a youth hockey program,
  - (3) Organize an adult hockey program,
  - (4) Associate with USA Hockey, Inc., with Wisconsin, with Wisconsin Amateur Hockey Association (WAHA), with the Amateur Hockey Association of the United States (AHAUS) and/or with other organizations designed to fulfill the Corporation's purpose, and
  - (5) Exercise all lawful powers and engage in any lawful activity to accomplish its purpose.

2.03 The Shawano Hockey League Inc. is organized exclusively for charitable, educational, religious or scientific purposes within the meaning of Section 5.01 (c)(3) of the Internal Revenue Code of 1906 (or the corresponding provision of any future United States Internal Revenue Law), as well as any provisions of the Wisconsin Statutes.

Article 3  
NATURE OF CORPORATION

3.01 This Corporation shall be a nonstock, nonprofit Corporation.

3.02 No part of the net earnings of the Shawano Hockey League, Inc. shall inure to the benefit of, or be distributable to, its Members, Directors, Officers, or other private persons except that the Shawano Hockey League Inc. shall be authorized and empowered to pay reasonable compensation for services rendered and reimbursement for reasonable and necessary expenses incurred by these persons as would be permitted under Section 501(c)(3) of the Internal Revenue Code of 1976 (or the corresponding provision of any future United States Internal Revenue Law) as well as any corresponding provisions of Wisconsin Statutes.



3.03 No substantial part of the activities of this Corporation shall be the carrying on of propoganda or otherwise attempting to influence legislation; and this Corporation shall not participate in or intervene in (including the publishing or distribution of statements of) any political campaign or on behalf of any candidate for public office.

3.04 Notwithstanding any other provisions of these Bylaws, the Shawano Hockey League, Inc. shall not carry on any other activities not permitted to be carried on by either 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) as well as any corresponding provisions of the Wisconsin Statutes or by a corporation to which contributions are deductible under section 170 (c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) as well as any corresponding provisions of the Wisconsin Statutes. The Corporation shall comply with all provisions of the Internal Revenue Code of the United States and of the Wisconsin Statutes and any Regulations or Rules established under them so as to become and remain a tax exempt organization.

3.05 Upon the dissolution of the Shawano Hockey League, the Board of Directors shall, after paying or making provisions for payment of all the liabilities of this corporation, dispose of all the assets of this corporation exclusively for the purposes of this corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall, at the time qualify as an exempt organization or exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) as well as any corresponding provisions of the Wisconsin Statutes such disposition to be as the Board of Directors shall determine.

3.06 Any such assets not so disposed of shall be disposed of by the Circuit Court of the County in which the Principal Office of the Shawano Hockey League, Inc. is then located, exclusively for such purposes or to such Organization or Organizations, as this Circuit Court shall determine, which are organized and operated exclusively for such purposes.

3.07 This Corporation shall continuously comply with all provisions of the Internal Revenue Code of the United States and of the Wisconsin Statutes and any Regulations or Rules established under them so as to become and remain a tax exempt organization.

#### Article 4 MEMBERSHIP; VOTING RIGHTS

4.01 Membership and classes of Membership, if any, together with the qualifications, rights and method of acceptance of Members of each class, shall be as determined by the Dylaws of the corporation.

4.02 Voting rights of Members shall be as determined by the Bylaws of the Corporation.

4.03 Membership shall terminate by death, voluntary withdrawal or expulsion as further set out in the Bylaws of the Corporation.

Article 5  
ANNUAL MEETING; MEMBERSHIP MEETING

5.01 The Annual Meeting of the Corporation shall take place in April of each year, subject to change as set out in the Bylaws of Corporation.

5.02 Other Membership Meetings may be called as set out in the Bylaws of the Corporation.

5.03 The dates, times and places of all meetings, as well as the Notice required, shall be as set out in the Bylaws of the Corporation.

5.04 A quorum at a Membership Meeting shall be those Members present, provided notice in accord with the Bylaws has been given.

ARTICLE 6  
PRINCIPAL OFFICE AND AGENT

6.01 The Principal Office of the Corporation is N6420 Old Lake Road, Shawano WI 54188, located in Shawano County, Wisconsin.

6.02 The Registered Agent and address of the Registered Agent of the Corporation is: Thomas R. Marlier N6420 Old Lake Road Shawano WI 54188

6.03 The Principal Office, the Registered Agent and the address of the Registered Agent shall be changed in accord with the relevant provisions of Chapter 181, Stats.

Article 7  
BYLAWS

7.01 The initial Bylaws of the Corporation shall be adopted by its Board of Directors.

7.02 Thereafter, Bylaws may be adopted, amended or repealed by either the Members or by the Board of Directors as set out in the Bylaws of the Corporation.

7.03 The Board of Directors shall have authority to amend or repeal Bylaws adopted by the members, such authority to be exercised in accord with the Bylaws of the Corporation.

Article 8  
DIRECTORS

8.01 The affairs of the Corporation shall be managed by the Board of Directors.

8.02 The Board of Directors shall be elected by the members of the corporation and they shall hold office until new Directors are elected and installed in accord with the Bylaws of the Corporation.

8.03 The Bylaws of the Corporation shall set out with respect to the Board of Directors the:  
(1) Qualifications for Directors,  
(2) Number of Directors,

- (3) Method of election of Directors,
- (4) Term of office of Directors,
- (5) Provisions to fill vacancies until the next succeeding election,
- (6) Procedures and reasons for removal of a Director from office,
- (7) Quorum required for Meetings of the Board of Directors,
- (8) Regular Meetings of the Board of Directors and the Notice required, if any,
- (9) Provisions for calling Special Meetings of the Board of Directors and the Notice required,
- (10) Vote required for specific matters, if other than a majority of the quorum,
- (11) Methods of meetings of the Board of Directors and the Notice required, if the Meeting is other than by personal attendance, and
- (12) Other reasonable and necessary matters not contrary to law or to these Articles of Incorporation.

8.04 The Board of Directors shall have the authority to delegate the authority to act with respect to specific matters to one or more Committees consisting of three (3) or more Directors by a Resolution adopted by a two-thirds (2/3) vote of the full Board of Directors.

#### Article 9 OFFICERS

9.01 The Officers of the Corporation shall be a President, a Vice President, a Secretary, a Treasurer, a Registrar and such other Officers as set out in the Bylaws of the Corporation.

9.02 The Officers of the Corporation shall be members of the Board of Directors, but shall not constitute a majority of the Board of Directors.

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9.04 All Officers shall be elected by the Board of Directors at its first Meeting after the Annual Meeting of the Membership.

9.05 The term of office for all Officers shall be for one (1) year.

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- (1) Method of election of Officers,
- (2) Method of filling vacancies,
- (3) Duties of the Officers,
- (4) Procedures and reasons for removal of Officers,
- (5) Other reasonable and necessary matters not contrary to law or to these Articles of Incorporation.

#### Article 10 INDEMNIFICATION

10.01 Indemnification and allowance of expenses of Members, Directors, Officers and agents of the Corporation shall be as pursuant to secs. 181.041 to 181.053, Stats.

10.02 The Board of Directors shall determine the method or methods to provide for this indemnification and allowance of expenses.

Article 11  
OTHER

11.01 These Restated Articles of Incorporation supersede and take the place of the existing Articles of Incorporation (filed November 16, 1984) and pursuant to Sec. 181.30, Stats. constitute the Articles of Incorporation as amended to this date.

CERTIFICATION

These Restated Articles of Incorporation were adopted on March 21, 1998; a total number of 100 members have voting rights; after due and proper notice, 7 of those members were present in person or represented by proxy at the meeting at which these Restated Articles of Incorporation were adopted and 7 members voted for and 0 members voted against these Restated Articles of Incorporation.

THOMAS R. MARLIER, VICE PRESIDENT

MARLENE I. BRATH, SECRETARY

Thomas R. Marlier

Marlene I. Brath

AUTHENTICATION

Signature of Thomas R. Marlier  
authenticated before me this 27 day  
of March, 1998.  
My commission expires July 5, 1998.

Lisa M. Collins  
Notary Public, State of Wisconsin  
My Commission is permanent.

AUTHENTICATION

Signature of Marlene I. Brath  
authenticated before me this 27 day  
of March, 1998.  
My commission expires 12/15/96.

Abel E. Sanchev  
Notary Public, State of Wisconsin  
My Commission is permanent.

These Restated Articles of Incorporation were drafted by:  
Thomas R. Marlier, Attorney at Law  
N6420 Old Lake Road  
Shawano WI 54188  
(715) 526-6099

Restated Articles of Incorporation

Amends Articles 2 and 3  
to include tax exempt language.

\$25.00 filing fee  
\$18.00 register of deeds  
Shawano Co.

Thomas Martin  
A schenbraver, Wozels et al  
208 W. Green Bay St  
Shawano WI 54166

