

**Articles of Incorporation
Of East King county Soccer Referees Association**

In order to form a nonprofit corporation under the provisions of Chapter 24.03 of the Revised Code of Washington, the undersigned incorporator hereby makes the following Articles Of Incorporation:

ARTICLE 1. Name. The name of the coporation is East King County Soccer Referees Association.

ARTICLE 2. Period of Duration. The period of the corporation's duration shall be perpetual.

ARTICLE 3. Purposes. The purposes for which the corporation is formed are:

To promote the sport of soccer and quality soccer officiating; to establish and maintain a standard of ethics for soccer officials; to foster a spirit of pride, unity, and cooperation among soccer officials; to provide a forum for soccer officials; to provide support services related to the teaching, assigning, assessing, and professional growth of soccer officials; to represent member referees in relationships developed with other soccer organizations; to provide administrative, contractual, and organizational support for member soccer referees; and such other purposes related to soccer officiating as are consistent with the foregoing.

ARTICLE 4. Elimination of Director Liability. No director shall be liable to the corporation or its members for monetary damages for conduct as a director. The provisions of the preceding sentence do not apply to a director in any of the following circumstances: (a) the director's act or omission involves gross negligence or intentional misconduct; (b) the director's act or omission is in violation of any law and the director knew or had reasonable cause to believe that such act or omission was in violation of law; or (c) in connection with the director's act or omission or in connection with any transaction, the director personally received or will personally receive, directly or indirectly, a benefit in money, property, or services to which the director was not legally entitled. The provisions of this Article 4 also apply to officers and to former directors and former officers if and to the extent now or hereafter permitted by law.

ARTICLE 5. Other Provisions Regarding Regulation Of Internal Affairs. Except as provided in Article 4 of these Articles of Incorporation and except as may be hereafter required by law to be set forth in the corporation's Articles of Incorporation, the internal affairs of the corporation shall be regulated as provided in the bylaws of the corporation.

ARTICLE 6. Initial Registered Office And Initial Registered Agent. The address of the corporation's initial registered office and the name of the corporation's initial registered agent at that address are:

Wm. Ronald Hulen
200 Cascade Building
855 - 106th Avenue N.E.
Bellevue, WA 98004-4309

ARTICLE 7. Initial Directors. The number of directors constituting the initial board of directors of the corporation shall be nine. The names and addresses of the corporation's initial directors are:

Steve Piercy
16912 N.E. 79th, #9
Redmond, WA 98052

W. Peter Berard, Jr.
16538 - 72nd Ave. N.E.
Bothell, WA 98011

Richard Houser
16364 S.E. 40th
Bellevue, WA 98006

Melvin McElroy
4501 - 153rd Ave. S.E.
Bellevue, WA 98006

Thomas Butler
13304 N.E. 74th St.
Redmond, WA 98052

Donald Wright
15617 - 165th Pl. N.E.
Woodinville, WA 98072

Jean A. Osborn
4710 Somerset Pl. S.E.
Bellevue, WA 98006

Sidney C. Iverson
2411 - 162nd Ave. N.E.
Bellevue, WA 98008

Wm. Ronald Hulen
2012 - 180th Ct. N.E.
Redmond, WA 98052

ARTICLE 8. Incorporator. The name and address of the incorporator of the corporation is:

Wm. Ronald Hulen
2012 - 180th Ct. N.E.
Redmond, WA 98052

ARTICLE 9. Distribution Of Net Assets Remaining After Dissolution Or Final Liquidation. In this Article 9, the term "net assets" means the assets of the corporation of any character and kind whatsoever remaining, if any, after dissolution or final liquidation of the corporation and after satisfaction or other discharge of the corporation's liabilities (including, without limitation, any sums owed to members of the corporation). After such dissolution or final liquidation and after such satisfaction or other discharge, none of the corporation's net assets shall be distributed to its members, but shall instead be distributed as follows: (a) to any corporation or other organization organized to serve the essence of the purposes specified in Article 3 of these Articles of Incorporation in a geographical area which includes the geographical area in which the corporation served such purposes, if such corporation or organization is then entitled to exemption from taxation under the provisions of Section 501 of the Internal Revenue Code; or (b), if there is no such corporation or other organization organization, then to one or more corporations or other organizations who are then exempt from taxation under the provisions of Section 501(c)(3) of the Internal Revenue Code for use by such donee or donees for any one or more of their respective tax exempt purposes. In this Article 9, references to Section 501 of the Internal Revenue Code or any part thereof includes such section or such part as it may hereafter be amended or replaced from time to time.

DATED: August 23, 1994 and signed in duplicate by the incorporator:

Wm. Ronald Hulen