



ARTICLES OF INCORPORATION

OF

SOUTHERN CALIFORNIA BADMINTON ASSOCIATION NOV 2 - 1939

FILED

in the office of the Secretary of State OF THE STATE OF CALIFORNIA

FRANK C. JORDAN  
SECRETARY OF STATE  
By *[Signature]* DEPUTY

KNOW ALL MEN BY THESE PRESENTS:

D.

That we, Don Eversoll and Louis Winchester Jones, the under-  
signed, respectively President and Secretary of SOUTHERN CALIFORNIA  
BADMINTON ASSOCIATION, an unincorporated Association, under and by  
authority duly conferred upon us by the members thereof in meeting  
duly held and convened in accordance with affidavits attached hereto,  
for the purpose of forming a corporation under the provisions of  
Division 1, Part 4, Title 12, Article 1, of the Civil Code of Cali-  
fornia, as a non-profit corporation, do hereby adopt, approve and  
execute the following Articles of Incorporation:

AND THAT WE HEREBY CERTIFY:

FIRST: That the name of the corporation is

SOUTHERN CALIFORNIA BADMINTON ASSOCIATION.

SECOND: That the purposes for which this corporation is  
formed are:

This Association has been formed and exists for the purpose  
of promoting and conserving throughout Southern California the best  
interests and the true spirit of the game of Badminton. To this and  
the objects of this Association are:

To act in connection with the CALIFORNIA STATE BADMINTON  
ASSOCIATION and the AMERICAN BADMINTON ASSOCIATION to adopt, enforce  
and interpret a rule or test of amateur standing, and rules for the  
playing of the game of Badminton.

To hold, each year, sectional championship tournaments, and  
to decide where and under what conditions they shall be played, as  
well as such other championships and events as may from time to time  
be arranged.

To conduct each year a series of inter-club matches to be  
known as the SOUTHERN CALIFORNIA BADMINTON ASSOCIATION TEAM CHAMPION-  
SHIPS.

To act in conjunction with the CALIFORNIA STATE BADMINTON  
ASSOCIATION in assigning and conducting the CALIFORNIA STATE TOURNA-  
MENT when that tournament is to be played in Southern California.

To act as an authoritative sectional body in the arbitration  
of controversies, and in the final determination of all questions  
which may arise relating to the game of Badminton in this section.

1 To enter into, make, perform and carry out contracts  
2 of every kind to aid, and to further the game of Badminton, without  
3 limit as to amount, with any firm, association, person or corpora-  
4 tion, municipality, county or state, or other municipal or govern-  
5 mental subdivision.

6 To encourage the promotion and establishment of subsidiary  
7 associations of this Association and to provide, maintain and conduct  
8 such facilities and quarters as may be necessary in carrying out the  
9 objects thereof.

10 To purchase, lease, hold, sell, develop, mortgage, convey  
11 or otherwise acquire or dispose of real and personal property, neces-  
12 sary or proper for the carrying out of the purposes of this Associa-  
13 tion in such states and communities within and without the State of  
14 California as the Board of Directors of this Association may, in  
15 their discretion, deem wise; and to erect, equip, and maintain  
16 appropriate buildings for the use and benefit of all of the Members  
17 of this Association, upon and under such terms and conditions and  
18 subject to such rules, regulations and restrictions as the said  
19 Board of Directors may, from time to time, determine.

20 To invest and reinvest surplus funds of this Association  
21 in such securities or properties as the Board of Directors of this  
22 Association may, from time to time, determine.

23 To provide for the payment of expenses and such fees or  
24 dues as the Board of Directors may, from time to time, fix;

25 To subscribe to, become a member of, and cooperate with  
26 any other corporation or association, whether incorporated or not,  
27 whose objects are altogether or in part similar to those of this  
28 corporation;

29 To borrow or raise money for any of the purposes or  
30 objects of this Association; to issue bonds, debentures, notes or  
31 other obligations of any nature or in any manner for money so bor-  
32 rowed and to secure the payment thereof and of the interest thereon  
33 by mortgages upon or pledges or conveyances or assignments in  
34 trust of the whole or any part of the property of the corporation,  
35 real or personal, including contracts, rights either at the time  
36 owned or thereafter acquired, and to sell, pledge or discount such  
37 bonds, notes or other obligations of the Association for its corpor-  
38 ate purposes;

39 To acquire, hold, sell, rent, improve or mortgage real  
40 and/or personal property of any and all descriptions, in the State  
41 of California and/or elsewhere that may be necessary or convenient  
42 in the furtherance of the purposes and objects of this corporation;  
43 and to rent or improve such real property as may be necessary for  
44 the conduct of its affairs.

45 To acquire, sell, hold or hypothecate or otherwise dispose  
46 of bonds, notes and obligations of private individuals and corpora-  
47 tions.

48 To acquire, sell, hold, use, license, assign or otherwise  
49 dispose of any and all trade marks, trade names and all inventions,  
50 improvements or process or processes, used or secured under letters  
51 patent of the United States or elsewhere.

52 To carry out all or any of the aforesaid objects as  
53 principals, factors, agents, contractors or otherwise, either alone  
54 or in connection with any person, firm, association or corporation;

1 To acquire by gift, devise or bequest any and all personal  
2 property for the use, benefit and furtherance of the purposes and  
objects of this corporation.

3 To carry on all of its business for the purpose of attain-  
4 ing and furthering any of such purposes and objects, and to do any  
5 acts or things necessary, suitable or convenient for the accomplish-  
6 ment of any of the purposes or the attainment of any one or more of  
7 the objects herein specified, or which shall at any time appear con-  
ducive to, or expedient for, the accomplishment of any of the pur-  
poses or for the attainment of any of the objects hereinbefore men-  
tioned, if not inconsistent with the laws of California.

8 And it is the intention that the foregoing specified purposes  
9 and powers of this Article II shall not, unless otherwise specified  
10 herein, be in any way limited or restricted by reference to or infer-  
11 ence from the terms of any other clauses of this or any other article  
in this certificate, but that the purposes specified in each of  
these clauses of these Articles shall be regarded as independent  
purposes and powers, AND THAT THIS SAID CORPORATION DOES NOT CONTEM-  
PLATE PECUNIARY GAIN OR PROFIT TO THE MEMBERS THEREOF.

12 THIRD: That the County in the State of California where  
13 the principal office for the transaction of the business of this  
14 corporation is to be located is Los Angeles County.

15 FOURTH: That the number of directors of this corporation  
16 shall be seven (7) and the names and addresses of the persons who  
17 are appointed to act as the first directors of this corporation, and  
18 to continue to act as such directors until the election and qualifi-  
19 cation of their successors, are as follows:

20 NAMES

ADDRESSES

21 D. Don/Everaoll	Los Angeles, California
22 Louis Winchester Jones	Pasadena, California
23 Clyde Walker	Compton, California
24 Frances Zwiener	San Diego, California
25 Henry Mays	Santa Monica, California
26 Robert Noble	Alhambra, California
27 Larry Hall	Santa Barbara, California

28 FIFTH: Authority is hereby granted to the members of the  
29 Association, entitled to vote, to change from time to time, but  
30 to not less than three (3), the authorized number of directors of  
31 this corporation by duly adopted amendment of the By-Laws of this  
32 corporation.

1           SIXTH: That the authorized number and qualifications of  
2 the members of this corporation and the different classes of member-  
3 ship in this corporation, if any, together with the respective proper-  
4 ty, voting and other rights, privileges and duties of each class of  
5 said memberships and the liability of each or all of said classes for  
6 dues or assessments, and the method of collection thereof, are to  
7 be set forth and provisions therefor made in the By-Laws of this cor-  
8 poration; that the By-Laws of this corporation are to be set forth  
9 and make provisions for the termination of memberships of this cor-  
10 poration and also for the contingency or reduction in the member-ship  
11 of this corporation by reason of death, withdrawal or other causes;  
12 that the by-laws of this corporation are to provide for the adoption,  
13 approval and use by this corporation of membership certificates.

14           SEVENTH: That this corporation does not contemplate  
15 pecuniary gain or profit to the members thereof and no part of the  
16 earnings of which is to inure to the benefit of any member or indi-  
17 vidual.

18           EIGHTH: That the private property of the members, directors  
19 and officers shall not be subject to the payment of corporate debts  
20 to any extent whatever.

21           The general management of the affairs of this corporation  
22 shall be under the control, supervision and direction of the Board  
23 of Directors, the number and personnel of which shall be determined  
24 by the By-Laws. The By-Laws may also provide for such assistants  
25 to the Board of Directors and such other officers, agents, factors  
26 and employees as may be desired.

27           In furtherance and not in limitation of the powers con-  
28 ferred by statute, the Board of Directors is expressly authorized  
29 to make and alter the By-Laws of this corporation when authorized  
30 by a two-thirds vote of the voting members and shall also have the  
31 power to amend or repeal the By-Laws thereof as provided by these  
32 Articles of Incorporation and consistent with the Laws of the State

1 of California.

2 This corporation may in its By-Laws confer upon its Board  
3 of Directors, powers in addition to the foregoing, and in addition  
4 to the powers and authorities expressly conferred upon them by  
5 statute.

6 The Board of Directors of this corporation may hold its  
7 meetings at any place within or without the said State of California  
8 designated from time to time by its resolution; that the meetings  
9 of the members of this corporation may likewise be held at any place  
10 within the State of California designated by the Board of Directors  
11 pursuant to authority in the By-Laws of this corporation; that the  
12 Board of Directors may also at any of its meetings appoint one or  
13 more members of this corporation who shall have the power to act for  
14 and on behalf of this corporation under such powers as may be dele-  
15 gated to him or them by its resolutions; that the Board of Directors  
16 may, also, at any of its meetings, appoint such subordinate officers  
17 and agents as the business of this corporation may require; that the  
18 Board of Directors may, also, adopt, alter or use a corporate seal,  
19 provided however, that the failure to use or affix the said seal shall  
20 not affect the validity of any instrument executed by this corpora-  
21 tion.

22 NINTH: The name of the existing unincorporated Associa-  
23 tion which is being incorporated is SOUTHERN CALIFORNIA BADMINTON  
24 ASSOCIATION.

25 This corporation reserves the right to amend, alter,  
26 change or repeal any provisions contained in these Articles of In-  
27 corporation in the manner now or hereafter prescribed by statute,  
28 and all rights conferred upon members, directors and officers here-  
29 in are granted subject to this reservation.  
30  
31  
32

1 IN WITNESS WHEREOF, we have hereunto set our hands and  
2 seals this 17<sup>th</sup> day of October, 1939.

3 Don H. Eversoll (SEAL)  
4 PRESIDENT OF SOUTHERN CALIFORNIA  
5 BADMINTON ASSOCIATION, an unincorporated  
6 Association

7 Louis Winchester Jones (SEAL)  
8 SECRETARY OF SOUTHERN CALIFORNIA  
9 BADMINTON ASSOCIATION, an unincorporated  
10 Association

10 STATE OF CALIFORNIA )  
11 COUNTY OF LOS ANGELES ) SS.

12 On this 17<sup>th</sup> day of October, in the year one thousand nine  
13 hundred and thirty nine, before me, Ector Hattenbach  
14 a Notary Public in and for Los Angeles County, State of California,  
15 residing therein, duly commissioned and sworn, personally appeared  
16 <sup>D.</sup> Don Eversoll, President and Louis Winchester Jones, Secretary of  
17 SOUTHERN CALIFORNIA BADMINTON ASSOCIATION, an unincorporated Associ-  
18 ation, personally known to me to be the persons whose names are sub-  
19 scribed to the foregoing Articles of Incorporation and each ack-  
20 nnowledged to me that he executed the said instrument.

21 IN WITNESS WHEREOF, I have hereunto affixed my hand and  
22 official seal this 17<sup>th</sup> day of October, 1939.

23  
24 Ector Hattenbach  
25 Notary Public in and for the County of  
26 Los Angeles, State of California  
27 My commission expires: Jan 11, 1943  
28  
29  
30  
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32

A F F I D A V I T

STATE OF CALIFORNIA            )  
COUNTY OF LOS ANGELES       ) SS.

On this 17<sup>th</sup> day of October, 1939, before me  
*Carl Hattenbach* a Notary Public in and for said  
County and State, residing therein, duly commissioned and  
sworn, personally appeared Don Eversoll and Louis Winchester  
Jones, who, being sworn, each for himself, deposes and says:  
That the said Don/<sup>D.</sup>Eversoll is the President of SOUTHERN  
CALIFORNIA BADMINTON ASSOCIATION, an unincorporated Associ-  
ation, and that the said Louis Winchester Jones is the Secre-  
tary of SOUTHERN CALIFORNIA BADMINTON ASSOCIATION, an unin-  
corporated Association. That SOUTHERN CALIFORNIA BADMINTON  
ASSOCIATION is an unincorporated association and that said  
Association has duly authorized its incorporation. That  
Don/<sup>D.</sup>Eversoll and Louis Winchester Jones have executed these  
articles of incorporation in their official capacity and by  
authority of such association.

*Don D. Eversoll*  
*Louis Winchester Jones*

Subscribed and sworn to before me this 17<sup>th</sup> day  
of October, 1939.

*Carl Hattenbach*  
Notary Public in and for said  
County and State.

CERTIFICATE OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION

CASSANDRA SALAPATAS-METZ AND LEE CALVERT certify that:

1. That they are the president and the secretary, respectively, of the SOUTHERN CALIFORNIA BADMINTON ASSOCIATION, a California Corporation.

2. Article TEN is added to the existing articles of incorporation of this corporation to read as follows:

"This organization is organized exclusively for charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by an organization contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Upon the winding up or dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable, educational, religious and/or scientific purposes and which has established its tax exempt status under section 501(c)(3) of the Internal Revenue Code."

3. The foregoing amendment of articles of incorporation has been duly approved by the board of directors.

4. The foregoing amendment of articles of incorporation has been duly approved by the required vote of members.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE:

*December 1, 1987*

  
\_\_\_\_\_  
CASSANDRA SALAPATAS-METZ, President

  
\_\_\_\_\_  
LEE CALVERT, Secretary