

## Articles of Incorporation

OF

### Ohio JuJitsu

The undersigned, a majority of whom are citizens of the United States, desiring to form a corporation, not-for-profit, under Sections 1702.01 et seq., Revised Code of the State of Ohio, do hereby certify:

**FIRST.** The name of said corporation shall be Ohio JuJitsu.

**SECOND.** The place in the State of Ohio where the principle office of the corporation is to be located is the City of Stow, County of Summit, Ohio.

**THIRD.** The purposes for which said corporation is formed are:

To promote and improve amateur JuJitsu by the encouragement of systematic exercise and education in Ohio among those who compete solely for the physical, mental, and social benefits derived therefrom;

To exercise exclusive jurisdiction over all aspects of JuJitsu as it pertains to United States JuJitsu, the National Governing Body as respects the sport of JuJitsu in the United States, in the State of Ohio.

To promote the civic interests of the nation by the State-wide education of all classes of individuals in the physical, moral, and mental benefits to be derived from participation in JuJitsu.

The encouragement and development of JuJitsu athletes to partake in official national and international competition including the sponsorship of athletes to such events.

To sponsor and encourage, regulate, sanction, and award JuJitsu Championships on behalf of United States JuJitsu on the local and regional levels and to sponsor and encourage participation on the National, International and Olympic level of amateur JuJitsu-ka in the state of Ohio.

To maintain throughout the State of Ohio, a uniform test of amateur standing and uniform rules for the government of all JuJitsu within its jurisdiction, including, but not limited to the adoption of rules and regulations governing JuJitsu competition, judging, and the awarding of appropriate JuJitsu credentials to deserving individuals. In furtherance of this objective, to sanction and host JuJitsu seminars, camps, and other activities designed to develop JuJitsu athletes, judges, and officials.

To promote the construction, conversion, and utilization of public JuJitsu facilities for use by JuJitsu athletes.

Ohio JuJitsu, in further aid of such purposes, may solicit, apply for, receive, hold, and disburse grants, gifts, bequests, endowments, and other funds; may employ staff and contract for the services for such other personnel as may be necessary; may purchase, lease, acquire, or provide for such facilities (including real property), materials, and equipment as are necessary and appropriate; may maintain checking and savings accounts; may make long and short-term investments in stocks, bonds, mutual funds, and other securities; may borrow money, and establish lines of credit, and may purchase insurance.

Ohio JuJitsu will operate exclusively for public health, safety, educational, sport, and charitable purposes, including such purposes, the making of distributions to corporations, trusts, community chests, funds or foundations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended (or the corresponding provisions of any future United States Internal Revenue tax code). In addition to the foregoing, this corporation may aid, assist, and support with contributions of money, property or otherwise, other organizations organized and operated exclusively to foster national or international sports competition, or for charitable, scientific, literary, or educational purposes.

Ohio JuJitsu will establish qualifications of membership, classification of members and categories for both voting and non-voting, and participatory members. In doing so, Ohio JuJitsu shall provide equal opportunity, without regard to race, color, creed, religion, age, or sex for participation in or for any activity of this corporation, especially activities dealing directly with amateur JuJitsu competition, to all individuals who are eligible under applicable national and international rules and regulations and such rules and regulations concerning amateur JuJitsu competition without discrimination; provided further, however that the corporation shall not deny eligibility to any amateur JuJitsu athlete except after according such amateur JuJitsu athlete fair notice and hearing as to the issue of his or her eligibility.

Ohio JuJitsu will engage in any lawful act or activity authorized by the State of Ohio Revised Code, and will have and exercise all rights and powers that are now or may be hereafter granted to a corporation.

The foregoing shall be construed as objects, purposes, and powers, and the enumeration thereof shall not be held to limit or restrict in any manner the powers now or hereafter conferred on this corporation by the laws of the State of Ohio. The objects, purposes, and powers specified herein shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any clause or paragraph of these articles. The objects, purposes, and powers specified in each of these clauses or paragraphs of these Articles of Incorporation shall be regarded as independent objects, purposes and powers.

The corporation may in its regulations confer powers, not in conflict with the law, on its directors in addition to the foregoing and in addition to the powers and authorities expressly conferred on them by statute.

**FOURTH.** The following persons, shall serve the corporation as trustees until the first annual meeting or other meeting called to elect trustees:

|                    |                   |                   |
|--------------------|-------------------|-------------------|
| George E. Anderson | Tower Hill        | Akron, Ohio 44319 |
| Patrick M. Hickey  | 1544 Ritchie Road | Stow, Ohio 44224  |
| Pamela J. Hickey   | 1544 Ritchie Road | Stow, Ohio 44224  |

The members so named shall constitute the number of trustees of the corporation until changed by amendment to these articles of incorporation or by-laws of this corporation.

**FIFTH:** No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, 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 Third hereof. No substantial 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 any candidate for public office. 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 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 corresponding section of any future federal tax code.

The purposes of this corporation do not include pecuniary gain or profit to the members thereof. Consequently, none of its net earnings shall inure to the benefit of any private member or individual; provided, however, that this provision shall not be construed so as to prevent reasonable compensation for services actually rendered to this corporation.

**SIXTH:** Upon 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 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 the Court of Common Pleas of the county in which the principle 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.

**IN WITNESS WHEREOF,** We have hereunto subscribed our names this 10th day of July, 1993.

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George E. Anderson, Incorporator

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Patrick M. Hickey, Incorporator

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Pamela J. Hickey, Incorporator

## Original Appointment of Agent

The undersigned, being at least a majority of the incorporators of Ohio JuJitsu, hereby appoint Patrick M. Hickey a natural person resident in the county in which the corporation has its principle office upon whom any process, notice or demand required or permitted by statute to be served upon the corporation may be served. His complete address is 1544 Ritchie Road, Stow, Ohio 44224

### Ohio JuJitsu

\_\_\_\_\_  
George E. Anderson, Incorporator

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Patrick M. Hickey, Incorporator

\_\_\_\_\_  
Pamela J. Hickey, Incorporator

10th day of July, 1993    Stow, Ohio

### **Ohio JuJitsu:**

Gentlemen, I hereby accept appointment as agent of your corporation upon whom process, tax notices or demands may be served.

Agent's Name: Patrick M. Hickey

By \_\_\_\_\_

10th day of July, 1993    Stow, Ohio