

**ARTICLES OF INCORPORATION
OF
ROCKET CITY SWIM LEAGUE**

The undersigned, ROBERT E. SHUCK and CATHARINE ROCHESTER, (hereafter referred to as the "Incorporators"), for the purpose of forming a nonprofit Corporation pursuant to the Alabama Nonprofit Corporation Act, hereby certify as follows:

ARTICLE I

Name: The name of the Corporation ROCKET CITY SWIM LEAGUE, INC.

ARTICLE II

Period of Duration: The Corporation shall have perpetual existence.

ARTICLE III

Purpose: The Corporation is organized for the purposes of athletic recreation to encourage and to facilitate the successful participation of amateur swimmers and divers in Huntsville and Madison County, Alabama, as organization exempt from income taxation under Section 501 (c) (7) of the Internal Revenue Code of 1954 and the regulations promulgated thereunder, as said Code and regulations now exist or as they may hereafter be amended, and to promote and advance such purposes by any activity in which a corporation organized under the Alabama Nonprofit Corporation Act may engage, and to receive and maintain a fund or funds of real or personal property, or both, and to administer and apply the income and principal thereof, within the United States of America, for such purposes. Without limiting the foregoing purposes, the Corporation shall have the following additional purposes and goals:

- (a) To promote, coordinate, and foster amateur swimming and diving competition for young athletes in Huntsville, Madison County, Alabama.
- (b) To provide activities, events, and volunteer personnel and equipment and facilities to promote swimming and diving training and competition for young athletes in Huntsville and Madison County, Alabama.
- (c) To assist, coordinate and monitor swim team events, policies, rules, regulations and activities among the member swim teams which comprise the Rocket City Swim League in Huntsville and Madison County, Alabama.

ARTICLE IV

Registered Office and Agent: The location and mailing address of the initial registered office of the Corporation is 701 Mountain Gap Road, Huntsville, Alabama 35803. The name of the registered agent of the Corporation at such address is Catharine Rochester.

ARTICLE V

Initial Board of Directors: The number of directors constituting the initial Board of Directors is three (3) and the name and address of the initial directors are as follows:

Name	Address
Robert E. Shuck	2112 Cecille Drive, SW Huntsville, Alabama 35803
Carolyn Hicks	2619 Lancelot Drive, SE Huntsville, Alabama 35803
Catharine Rochester	701 Mountain Gap Road, SE Huntsville, Alabama 35803

ARTICLE VI

Membership: The Corporation shall have no capital stock and all members of the Corporation shall be of the same class. Membership in the Corporation shall consist of member swim clubs and organized swim groups in Huntsville and Madison County, Alabama, having access to adequate swim facilities. Membership shall be by application to the Board of Directors and shall be subject to approval of the Board of Directors. Membership shall be restricted to Huntsville and Madison County qualified groups. The Board of Directors shall adopt By-Laws which shall govern membership in the Corporation and programs for members. The Board of Directors shall have the right to expel a member under procedures established in the By-Laws. The voting rights of the members shall be set forth in the By-Laws. No applicant for membership or member shall be discriminated against in any manner on the basis of race, color, or religion.

ARTICLE VII

Incorporators: The names and addresses of the incorporators are:

Name	Address
Robert E. Shuck	2112 Cecille Drive, SW Huntsville, Alabama 35803
Catharine Rochester	701 Mountain Gap Road, SE Huntsville, Alabama 35803

ARTICLE VIII

Other Provisions:

- (a) The Corporation shall have all powers granted corporations under the Alabama Nonprofit Corporation Act, which shall specifically include, but not be limited to, the power to:
 - (1) Borrow money and secure the same by a mortgage or security interest in any or all of its real or personal property.
 - (2) Act as a guarantor or surety on indebtedness of other parties.
 - (3) Do all and everything necessary, suitable, and proper for the accomplishment of any of the purposes of the Corporation or in furtherance of any of the powers of the Corporation, either alone or in partnership, general or limited, with other corporations, firms, or individuals, provided the same shall not be in violation of the laws of the State of Alabama.
- (b) Action of the members may be taken by unanimous written consent without meeting and it shall have the same effect as the unanimous vote of the members.
- (c) Action of the Directors may be taken by unanimous written consent without meeting and it shall have the same effect as the unanimous vote of the Directors.
- (d) Except for the initial Board of Directors set forth herein, the Board of Directors of the Corporation shall consist of one or more members as established by the By-Laws of the Corporation.
- (e) Anything herein contained to the contrary notwithstanding, the Corporation shall not be operated for private profit. No dividend shall be paid and no part of the assets, earnings, income or profit of the Corporation shall be distributed to or insure to the benefit of its members, directors, or officers, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered, to reimburse expenditures incurred in the performance of their duties by directors, officers, and employees, and to make payments and distributions in furtherance of the purposes set forth herein.
- (f) The initial By-Laws of the Corporation shall be adopted by the Board of Directors. The power to alter, amend, or repeal the By-Laws and adopt new By-Laws shall be vested in the Board of Directors.
- (g) There shall be no personal or individual liability of any director or officer for any debts, liabilities, or obligations of the Corporation of any kind whatsoever. To the extent permitted by law, the Corporation shall indemnify any director, officer, employee, agent, or other person against any claim or liability threatened, pending or completed, including attorney's fees and other expenses, by reason of the fact he or she was or is serving as a director, officer, employees or agent of the Corporation. The Corporation shall be authorized to purchase insurance to insure such persons against such claims and liabilities.
- (h) No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation except as provided in Section 501 (h) of the Internal

Revenue Code of 1954, or the corresponding provision of any subsequent federal tax law 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.

- (I) Notwithstanding any other provision of the Articles of Incorporation, this Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501 (c) (7) of the Internal Revenue Code, or by Section 170 (c) (2) of the Internal Revenue Code or by any other applicable state or federal statute or regulations governing such an organization.

ARTICLE IX

In the event of dissolution of the Corporation, the residual assets of the Corporation remaining after payment of all debts, taxes, and liabilities of the Corporation will be turned over to the non-profit swim clubs and organizations to be divided equally among them. In no event shall such property be conveyed or distributed to any person, organization, or entity created for profit.

ARTICLE X

These Articles of Incorporation may be amended from time to time in accordance with the terms and conditions of the Alabama Non-profit Corporation Act provided, however, that no amendment shall be made which would in any way result in the operations of the Corporation for the private advantage or pecuniary profit of any director, officer, or member thereof, or permit the operation of the Corporation for any purpose other than social and recreational purposes.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation as of the 1st day of July, 1986.

Robert E. Shuck

Catharine Rochester

This instrument was prepared by
Thomas R. Robinson
Attorney at Law
404 Madison Street, South
Huntsville, Alabama 35801