

APR 22 1982

ARTICLES OF INCORPORATION

ALASKA SWIMMING, INC.

DEPARTMENT OF COMMERCE
& ECONOMIC DEVELOPMENT

Article I

The name of the corporation is Alaska Swimming, Inc., a non-profit corporation ("corporation") organized under the laws of the State of Alaska.

Article II

The period of duration for the corporation shall be perpetual.

Article III

The corporation shall be organized and operated exclusively for swimming and aquatic educational purposes, no part of the net earnings, if any, of which shall inure to the benefit of any private shareholders, member, or individual; and no substantial part of which is carrying on propaganda, or otherwise attempting to influence legislation, and which does not participate in, or otherwise intervene in (including publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

Article IV

The internal affairs of the corporation shall be governed by the applicable rules, regulations, and bylaws of UNITED STATES SWIMMING, INC., 3400 West 86th Street, Indianapolis, Indiana 46268, an organization organized under, and qualifying for, tax exempt status under Section 501 (c) (3) of the Internal Revenue Code, or any applicable amendments thereto, PROVIDED THAT in no event shall the corporation do anything, or follow any rule, regulation, or bylaw, which would cause the corporation not to be organized as, nor operate as, a tax exempt corporation under the Internal Revenue Code Section 501 (c) (3).

Article V

Upon dissolution of, or upon final liquidation of the corporation, all assets remaining after the payments of all debts and obligations shall be given or if converted to cash, the cash shall be given to UNITED STATES SWIMMING, INC., 3400 West 86th Street, Indianapolis, Indiana. However, if the above named recipient is not then in existence or is no longer exempt from federal income tax, or is unwilling or unable to accept the distribution, then all remaining corporate assets shall be

distributed to an organization which has established and maintained its federal income tax exempt status under Section 501 (c) (3) of the Internal Revenue Code, or any applicable amendment thereto.

Article VI

The address of the initial registered office of the corporation and the name of the initial registered agent of the corporation at the address are as follows:

Phillip André Layral
1609 Kennedy
Fairbanks, Alaska 99701

Article VII

The number of directors constituting the initial board of directors of the corporation and the names and addresses of the persons who are to serve as the initial directors of the corporation are as follows:

Phillip André Layral
1609 Kennedy
Fairbanks, Alaska 99701

Gary Johanson
8117 Cranberry
Anchorage, Alaska

Ed Nash
SRA Box 35-N
Anchorage, Alaska 99507

Ronald D. Rasmussen
SR Box 40452
Fairbanks, Alaska 99701

Sue Linford
745 West 13th Avenue
Anchorage, Alaska 99501

Helen Donahue
P.O. Box 553
Juneau, Alaska 99802

Article VIII

The name and address of each incorporator is as follows:

Phillip André Layral
1609 Kennedy
Fairbanks, Alaska 99701

Ronald D. Rasmussen
SR Box 40452
Fairbanks, Alaska 99701

James M. Hackett
401 Eleventh Avenue
Fairbanks, Alaska 99701

Article IX

The initial By-Laws of this corporation shall be adopted by the initial Board of Directors which is made up of the persons listed above.

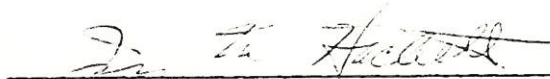
IN WITNESS WHEREOF, the persons who are to act in the capacity of the first Incorporators of the corporation have hereunto set their hands this 19th day of April, 1982.



Phillip André Layral



Ronald D. Rasmussen



James M. Hackett

ACKNOWLEDGMENT

STATE OF ALASKA)
) ss.
FOURTH JUDICIAL DISTRICT)

THIS IS TO CERTIFY that on the 19th day of April, 1982,

Articles of Incorporation

Alaska Swimming, Inc.

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Phillip André Layral, Ronald D. Rasmussen and James M. Hackett
personally appeared before me and acknowledged that they had executed the foregoing Articles of Incorporation for Alaska Swimming Inc. freely and voluntarily for the uses and purposes stated therein, and they understood the contents of the Articles.

Witness my hand and official seal this 19th day of April,
1982.

Suzie Hackett

Notary Public in and for Alaska
My commission expires: 2-22-86

State of Alaska



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LSC SERVICES

Department of Commerce and Economic Development

Certificate

The undersigned, as Commissioner of Commerce and Economic Development, of the State of Alaska, hereby certifies that duplicate originals of the Articles of Incorporation of ALASKA SWIMMING, INC.

duly signed and verified pursuant to the provisions of the Alaska Nonprofit Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Commissioner of Commerce and Economic Development, and by virtue of the authority vested in him by law hereby issues this Certificate of Incorporation of

ALASKA SWIMMING, INC.

and attaches hereto a duplicate original of the Articles of Incorporation

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal, at Juneau, the Capital, this

22nd day of April A.D. 1982

A large, dark, circular official seal with a serrated edge, located on the left side of the page.

Charles R. Debbin

COMMISSIONER OF COMMERCE
AND ECONOMIC DEVELOPMENT