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ARTICLES OF MERGER

of
**IOWA STATE USBC (UNITED STATES BOWLING CONGRESS) WOMEN'S BOWLING
ASSOCIATION, INCORPORATED,
IOWA STATE USBC BA INC., and
"IOWA STATE USBC YOUTH BOWLING ASSOCIATION INC." OF THE UNITED
STATES BOWLING CONGRESS**

The undersigned Corporation, a public benefit, nonprofit entity, operating pursuant to Chapter 504 of the Code of Iowa, hereby adopt the following Articles of Merger pursuant to Section 504.1104 of the Code of Iowa, and the incorporated entities, each a public benefit, nonprofit entity, hereby adopt the following Articles of Merger pursuant to Section 504.1104 of the Code of Iowa:

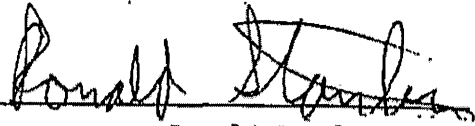
1. Names of Merging Corporations. The merging entities are Iowa State USBC (United States Bowling Congress) Women's Bowling Association, Incorporated, Iowa State USBC BA Inc., and the "Iowa State USBC Youth Bowling Association Inc." of the United States Bowling Congress, each a public benefit, nonprofit corporation.
2. Plan of Merger. A Plan of Merger has been approved and executed by each of the Merging Entities, a copy of which Plan of Merger is attached hereto and by this reference incorporated herein.
3. Approval of Merger by Merging Entities. The Plan of Merger was approved by a sufficient vote of the Board of Directors of each of the merging entities, a copy of which Plan of Merger and approval of each merging entity is attached hereto and by this reference incorporated herein.
4. Approval of Merger by Others. The Plan of Merger is not required to be approved by some other person or persons other than the Board of Directors of each merging entity.
5. Approval by Members. The merger was duly approved by the members of each entity at a meeting on August 26, 2017.
6. Effective Date of the Merger. The merger shall be effective upon August 1, 2018.

IN WITNESS WHEREOF, the parties to these Articles of Merger have caused the Articles of Merger to be signed by the duly authorized representatives of the respective Merged Corporation.


IOWA STATE USBC (UNITED STATES BOWLING CONGRESS) WOMEN'S
BOWLING ASSOCIATION, INCORPORATED (Surviving Corporation)

By Kristi Reidy
Kristi Reidy, President

IOWA STATE USBC BA INC. (Merged Entity)

By 
Ronald Stanley, President

"IOWA STATE USBC YOUTH BOWLING ASSOCIATION INC."
OF THE UNITED STATES BOWLING CONGRESS
(Merged Entity)

By 
Larry Smith, 1st Vice President

PLAN OF MERGER

This Plan of Merger is hereby adopted this 26th day of August, 2017, by the Iowa State USBC (United States Bowling Congress) Women's Bowling Association, Incorporated (the "Iowa State USBC WBA"), a public benefit, nonprofit corporation organized and existing under the laws of the State of Iowa, specifically the Revised Iowa Nonprofit Corporation Act, Chapter 504 of the Code of Iowa (the "Act"), the Iowa State USBC BA Inc. (the "Iowa State USBC BA"), and the "Iowa State USBC Youth Bowling Association Inc." of the United States Bowling Congress (the "Iowa State Youth"), each a public benefit, nonprofit entity.

WHEREAS, the Board of Directors of the Iowa State USBC WBA, the Board of Directors of the Iowa State USBC BA, and the Board of Directors of the Iowa State Youth deem it desirable that the Iowa State USBC WBA, the Iowa State USBC BA, and the Iowa State Youth will be merged into **IOWA STATE USBC** under the applicable provisions of the Act pursuant to the terms of the Plan of Merger adopted pursuant to Section 504.1101 of the Act.

NOW, THEREFORE, in consideration of the premises and of the mutual agreements herein contained, the merging entities have agreed, and do hereby plan to merge, upon the following terms and conditions:

1. Names of Parties to the Merger. The names of the entities to be merged hereunder are (i) Iowa State USBC BA and the Iowa State Youth (the "Merged Entities") and (ii) Iowa State USBC WBA (the "Surviving Corporation").
2. Name of Surviving Corporation. The name of the Surviving Corporation following the merger shall be "**IOWA STATE USBC.**"
3. Terms and Conditions of the Merger. The terms and conditions of the merger agreed upon by the Merged Entities and the following:
 - (a) The purpose of the Surviving Corporation is to engage in any lawful act or activity for which Corporations may be formed under the Act, and as the purpose is more specifically defined under the terms of the Amended and Restated Articles of Incorporation of the Surviving Corporation to be filed the Effective Date of the Merger.
 - (b) The Amended and Restated Articles of Incorporation of the Surviving Corporation filed the Effective Date of the Merger shall be the Articles of Incorporation of the Surviving Corporation.
 - (c) The Bylaws of the Surviving Corporation, as Amended and Restated, shall be the Bylaws of the Surviving Corporation.
 - (d) The separate existence of the Merged Entities shall cease July 31, 2018.
 - (e) The title to all real estate and other property owned by each of the Merged Entities shall be vested in the Surviving Corporation without reversion or impairment, and without requiring

further evidence of the transfer of title subject, nevertheless, to any and all liens, covenants and conditions to which the property was subject prior to the Merger.

- (f) The Surviving Corporation shall assume all of the liabilities and obligations of each of the Merged Entities.
- (g) A legal proceeding pending in any court or before any administrative body for or against either party to the Merger may be continued as if the Merger did not occur, and the Surviving Corporation may be substituted in the proceeding for the Merged Corporation, whose existence ceased, if necessary.

4. Amendment to Articles of Incorporation and Bylaws. The Amendments to the Articles of Incorporation and the Bylaws of the Surviving Corporation shall be those included in the Amended and Restated Articles of Incorporation of the Surviving Corporation and the Amended and Restated Bylaws of the Surviving Corporation adopted to be effective the Effective Date of the Merger.

5. Effective Date of the Merger. The Effective Date of the Merger shall be August 1, 2018.

IN WITNESS WHEREOF, each of the Merged Entities have caused this Plan of Merger to be signed by the duly authorized representatives of each of the respective Merged Entities to be effective the Effective Date of the Merger.

IOWA STATE USBC (UNITED STATES BOWLING CONGRESS) WOMEN'S BOWLING ASSOCIATION, INCORPORATION (Surviving Corporation)

By Kristi Reidy
Kristi Reidy, President

IOWA STATE USBC BA INC. (Merged Entity)

By Ronald Stanley
Ron Stanley, President

"IOWA STATE USBC YOUTH BOWLING ASSOCIATION INC." OF THE UNITED STATES BOWLING CONGRESS (Merged Entity)

By Larry Smith
Larry Smith, 1st Vice President

AMENDED & RESTATED ARTICLES OF INCORPORATION

OF

**IOWA STATE USBC (UNITED STATES BOWLING CONGRESS) WOMEN'S
BOWLING ASSOCIATION, INCORPORATED**

TO THE SECRETARY OF STATE OF THE STATE OF IOWA:

Pursuant to the provisions of Chapter 504 of the Iowa Non-Profit Corporation Act, the undersigned corporation hereby adopts the following Amended and Restated Articles of Incorporation:

ARTICLE I – NAME

The name of this corporation shall be **IOWA STATE USBC**, and its principal place of business shall be 939 South 24th Street, Fort Dodge, Webster County, Iowa 50501.

ARTICLE II – EFFECTIVE DATE

The effective date is August 1, 2018.

ARTICLE III – PURPOSE

The object and purpose of this corporation is to unite in a central organization all qualified bowlers in the state of Iowa; to create, maintain, and increase interest in the game of bowling, and to promote, conduct, manage, and/or sponsor annual tournaments for members.

ARTICLE IV – CAPITAL STOCK

There shall be no capital stock to said corporation, and no dividends nor distribution of property among the members of said corporation shall be made.

ARTICLE V – DURATION

The duration of this corporation shall be perpetual unless dissolved as provided by law.

ARTICLE VI – MANAGEMENT

The officers of this corporation shall be a President, 1st Vice President, 2nd Vice President, and Sergeant-at-Arms, whose terms of office shall be three (3) years. The business of the corporation will be managed by the Association Manger.

There shall be a Board of Directors to be composed of the above named officers and eleven (11) elected directors (3 of which must be Youth Directors). The elected directors of the Board of Directors shall hold office for the term of three (3) years. The Board of Directors shall be vested with all powers ordinarily incident to boards of directors of corporations.

There are no term limits of officers and directors.

ARTICLE VII – REAL ESTATE

All contracts, conveyances and instruments of any nature whatsoever, whether affecting title to real estate or otherwise, shall be signed by the President and attested by a Vice President.

ARTICLE VIII – CORPORATE SEAL

The corporation shall have no seal.

ARTICLE IX – NON-LIABILITY / INDEMNIFICATION

The private property of the members and officers of said corporation shall be forever exempt from liability for indebtedness of the corporation.

This corporation shall indemnify any present or former director, officer, employees, member or volunteer of this corporation, to the fullest extent possible against expenses, including attorney fees, judgments, fines, settlements and reasonable expenses, actually incurred by such person relating to his conduct as a director, officer, employee, member or volunteer of this corporation, except that the mandatory indemnification required by this sentence shall not apply (i) to a breach of the duty of loyalty to the corporation, (ii) for acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law, or (iii) for a transaction from which such person derived an improper personal benefit.

ARTICLE X – ACTIVITIES / POWERS

This corporation shall have all the powers and privileges that corporations not for pecuniary profit may have under the laws of the state of Iowa, as now existing, or as may be hereafter granted, including the right to acquire by gift, bequest or purchase, real or personal property, and dispose of or alienate same in accordance with these Articles or the Bylaws of the corporation; to sue and be sued, to make contracts; to borrow money; and to pledge and or all property for security and the repayment thereof; but enumeration of the above powers shall not be deemed to limit any rights of said corporation as granted by statute.

This corporation may enact such Bylaws for the proper conduct of this purpose of this corporation as shall be deemed necessary, not in conflict with these Articles or the statutes of the state of Iowa.

ARTICLE XI – BYLAWS

The Board of Directors of the corporation may not adopt Bylaws inconsistent with these Articles.

ARTICLE XII – OFFICERS & DIRECTORS

The officers of this corporation shall be the following named persons who shall hold office until their successors are duly selected in accordance with the Bylaws of this corporation:

Office	Name/Address
President	Connie Rommel 4039 Sager Avenue, Waterloo, IA 50701
1st Vice President	Chris Birnbaum 1308 8th Ave N, Fort Dodge, IA 50501-3333

2nd Vice President	Shannon McHugh 700 W South St, Jefferson, IA 50129-2327
Sergeant-at-Arms	Susan Strasburger 5480 Mohawk Ave, Marion, IA 52302
Association Manager	Charla Green 939 South 24th St, Fort Dodge, IA 50501-6146

The executive committee of this corporation shall be the above named officers, and the following named persons, who shall likewise hold office until their successors are duly selected in accordance with the Bylaws of this corporation:

Title	Name/Address
Director	Charla Green 939 South 24th St, Fort Dodge, IA 50501-6146
Director	Edmund Budzyn, Jr. 641 S Central, Burlington, IA 52601-3946
Director	Jerry Robinson 2515 Clark Ave, Marion, IA 52302
Director	Laura Christensen 801 SE Rio Cir, Ankeny, IA 50021
Director	Shellie Kutsch 4508 Camelot Dr, Dubuque, IA 52002-0462
Director	Randy Naber 402 E 8th St, Muscatine, IA 52761
Director	LeRoy Heatherington 408 W Summitt, Shenandoah, IA 51601
Director	Jack Powers 823 Valley Dr, Crescent, IA 51526-3602
Youth Director	Larry Brown 35602 W 120th Ave W, Illinois City, IL 61259-9287
Youth Director	Elizabeth Stanley 6590 NE 64th St, Altoona, IA 50009
Youth Director	Cody McCormick 312 N Washington St, Pleasantville, IA 50225

ARTICLE XIII – AMENDMENTS

The Articles may be amended at any regular meeting of this corporation by a majority vote of all members voting, provided each amendment has been submitted to the executive committee for approval, and notice of the same has been appended to the call of the meeting.

ARTICLE XIV – REGISTERED OFFICE & REGISTERED AGENT

The address of the Registered Office is 939 South 24th Street, Fort Dodge, Iowa 50501, and the name of the Registered Agent at such address is Charla Green.

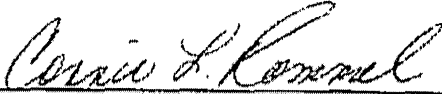
ARTICLE XV – DISSOLUTION

In the event the Corporation shall be liquidated and dissolved, all of its assets remaining after payment and discharge of its duties, obligations and liabilities shall be distributed, in such proportion as the Board of Directors shall determine, to any organization or organization that is not described in Section 501(c)(3) of the Internal Revenue Code, as amended. Any such assets not so disposed of shall be disposed of by the Circuit Court of the County in which the principal office of the corporation is then located, exclusively for the purposes described in Section 501(c)(3) of the Internal Revenue Code, as amended, or to such organization or organizations as said Court shall determine are organized and operated exclusively for such purposes.

ARTICLE XVI – ADOPTION

These Restated & Amended Articles of Incorporation correctly set forth the provisions of the Articles of Incorporation of this corporation as heretofore and hereby amended and have been duly adopted as required by law and supersedes the original Articles of Incorporation and all Amendments thereto.

Dated this 7th day of May, 2018.



Connie Rommel, President

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SECRETARY OF STATE
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