



# State of Delaware

SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 P.O. BOX 898  
 DOVER, DELAWARE 19903

080291513

9626647  
 LEWIS MOHR  
 PO BOX 6741  
 ARLINGTON

03-13-2008

TX 76005-9999

DESCRIPTION	AMOUNT
UNITED STATES OF AMERICA, INC. 2193946 4100 Plain Copy	
Plain Copy Fee	12.00
FILING TOTAL	12.00
UNITED STATES OF AMERICA, INC. 2193946 4100A Plain Copy AR	
Plain Copy Fee	10.00
FILING TOTAL	10.00
UNITED STATES OF AMERICA, INC. 2193946 4100A Plain Copy AR	
Plain Copy Fee	10.00
FILING TOTAL	10.00
UNITED STATES OF AMERICA, INC. 2193946 4100A Plain Copy AR	
Plain Copy Fee	10.00
FILING TOTAL	10.00
UNITED STATES OF AMERICA, INC. 2193946 8320 certificate of Filing	
Certification Fee	30.00
FILING TOTAL	30.00
TOTAL CHARGES	72.00
TOTAL PAYMENTS	72.00
SERVICE REQUEST BALANCE	.00

# Delaware

PAGE 1

## The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE CERTIFICATE OF INCORPORATION OF "UNITED STATES OF AMERICA, INC.", WAS RECEIVED AND FILED IN THIS OFFICE THE NINETEENTH DAY OF APRIL, A.D. 1989.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS NO LONGER IN EXISTENCE AND GOOD STANDING UNDER THE LAWS OF THE STATE OF DELAWARE HAVING BECOME INOPERATIVE AND VOID THE FIRST DAY OF MARCH, A.D. 1994 FOR NON-PAYMENT OF TAXES.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION WAS SO PROCLAIMED IN ACCORDANCE WITH THE PROVISIONS OF GENERAL CORPORATION LAW OF THE STATE OF DELAWARE ON THE TWENTY-FIFTH DAY OF MAY, A.D. 1994, THE SAME HAVING BEEN REPORTED TO THE GOVERNOR AS HAVING NEGLECTED OR REFUSED TO PAY THEIR ANNUAL TAXES.

2193946 8400

080291513



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6447306

DATE: 03-13-08

FILED

4-19-89  
APR 19 1989

Non-stock

769109037

Non-profit

CERTIFICATE OF INCORPORATION

of

UNITED STATES OF AMERICA, INC.

FIRST: The name of this corporation is United States of America, Inc.

SECOND: Its registered office in the State of Delaware is to be located at 725 North Market Street in the City of Wilmington. County of New Castle. The registered agent in charge thereof is The Company Corporation at the same address.

THIRD: The nature of the business and the objects and purposes proposed to be transacted, promoted and carried on, are to do any and all the things herein mentioned, as fully and to the same extent as natural persons might or could do, and in any part of the world, vis:

This is a non-stock, non-profit corporation. The purpose of the corporation is to engage in any lawful act or activity for which non-profit corporations may be organized under the General Corporation Law of Delaware.

Said corporation is organized exclusively for charitable, religious, education, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), to wit:

To promote and foster the development of amateur tournaments and competitions; to support athletes in training and development; education and research of amateur sports, both national and international.

FOURTH: The corporation shall not have any capital stock and the conditions of membership shall be stated in the Bylaws.

FIFTH: The name and mailing address of the incorporator is: \_\_\_\_\_

Carol Saienni 725 Market Street Wilmington DE 19801

SIXTH: The powers of the incorporator are to terminate upon filing of the Certificate of Incorporation, and the name(s) and mailing address(es) of the persons who are to serve as director(s) until their successors are elected are as follows:

Elwood Dees, 5598 College Street, Kings Island, OH 45034-0362

SEVENTH: The activities and affairs of the corporation shall be managed by a Board of Directors. The number of directors which shall constitute the whole Board shall be such as from time to time shall be fixed by, or in the manner provided in, the Bylaws, but in no case shall the number be less than one. The directors need not be members of the corporation unless so required by the Bylaws or by Statute. The Board of Directors shall be elected by the members at the annual meeting of the corporation to be held on such date as the Bylaws may provide, and shall hold office until their successors are respectively elected and qualified. The Bylaws shall specify the number of directors necessary to constitute a quorum. The Board of Directors may, by resolution or resolutions passed by a

To use form, cut along dotted line.

majority of the whole Board, designate one or more committees which, to the extent provided in said resolution or resolutions or in the Bylaws of the corporation, shall have and may exercise all the powers of the Board of Directors in the management of the activities and affairs of the corporation. They may further have power to authorize the seal of the corporation to be affixed to all papers which may require it; and such committee or committees shall have such name or names as may be stated in the Bylaws of the corporation or as may be determined from time to time by resolution adopted by the Board of Directors. The directors of the corporation may, if the Bylaws so provide, be classified as to term of office. The corporation may elect such officers as the Bylaws may specify, subject to the provisions of the Statute, who shall have titles and exercise such duties as the Bylaws may provide. The Board of Directors is expressly authorized to make, alter, or repeal the Bylaws of this corporation. This corporation may in its Bylaws confer powers upon its Board of Directors in addition to the foregoing, and in addition to the powers and authorities expressly conferred upon them by the Statute. This is true, provided that the Board of Directors shall not exercise any power of authority conferred herein or by Statute upon the members.

EIGHTH: Meetings of members may be held without the State of Delaware, if the Bylaws so provide. The books of the corporation may be kept (subject to any provisions contained in the Statutes) outside the State of Delaware at such place or places as may be from time to time designated by the Board of Directors.

NINTH: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, officers or 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 Three hereof. No substantial part of the activities of the corporation shall consist of the carrying on of propaganda, or otherwise attempting to intervene in (including the publishing or distribution of statements) any 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, 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).

TENTH: Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Law) as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal 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 designated purposes.

ELEVENTH: The corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by the Statute, and all rights conferred upon members herein are granted subject to their reservation.

TWELFTH: Directors of the corporation shall not be liable to either the corporation or its members for monetary damages for a breach of fiduciary duties unless the breach involves: (1) a director's duty of loyalty to the corporation or its members; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) a transaction from which the director derived an improper personal benefit.

I, THE UNDERSIGNED, being each of the incorporators hereinbefore named, for the purpose of forming a non-profit corporation pursuant to Chapter 1 of Title 8 of the Delaware Code, do make this certificate, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand this

\_\_\_\_\_ 19th \_\_\_\_\_ day of \_\_\_\_\_ April \_\_\_\_\_ A.D. 1989 \_\_\_\_\_

Carol Saimoni  
(Signature of Incorporator)

# 1989 ANNUAL FRANCHISE TAX REPORT

STATE USE ONLY

MICHAEL N. CASTLE, Governor  
 MICHAEL HARKINS, Secretary of State  
 Phone (302) 736-4225

## STATE OF DELAWARE



**FILED**  
 MAR 1 1990

DELAWARE FRANCHISE TAX  
 P. O. BOX 7247-0114  
 PHILA, PA. 19170-0114

**\$50.00 PENALTY**  
 if not received  
 on or before **MARCH 1, 1990**

1. AGENT  
 9018442  
 THE COMPANY CORPORATION  
 725 MARKET STREET  
 WILMINGTON DE 19801



2. FILE NUMBER **2193946** CORPORATION NAME **UNITED STATES OF AMERICA, INC.** SEQ. NO. **103357**

3. INCORPORATION DATE **04/10/1989** RENEWAL DATE \_\_\_\_\_ REVOCATION DATE \_\_\_\_\_ FEDERAL EMPLOYER ID. NO. \_\_\_\_\_ TYPE \_\_\_\_\_

**NON-TAXABLE/RELIGIOUS, CHARITABLE, NON-PROFIT**

4. NATURE OF BUSINESS \_\_\_\_\_ 5. PRINCIPAL PLACE OF BUSINESS OUTSIDE OF DELAWARE \_\_\_\_\_ 6. PERIODS NOT ENGAGED IN BUSINESS DURING 1989 DATE FROM **89** DATE TO **89**

7. AUTHORIZED STOCK		C. DESIGNATION OR STOCK CLASS	D. NO. OF SHARES	E. PAR VALUE/SHARE	F. NO. SHARES ISSUED	G. TOTAL GROSS ASSETS	H. ASSET DATE
A. BEGIN DATE	B. ENDING DATE						

8. A. FRANCHISE TAX \$ <b>.00</b>	8. B. \$50.00 PENALTY (IF APPLICABLE) \$	8. C. 1% MONTHLY INTEREST ON TAX & PENALTY (IF APPLICABLE) \$ <b>.00</b>	8. D. ANNUAL FILING FEE \$ <b>10.00</b>	8. E. PREV. CREDIT OR BALANCE DUE \$ <b>.00</b>	8. F. PREPAID QUARTERLY PAYMENTS \$ <b>.00</b>
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9. ASSETS FOR REGULATED INVESTMENT CORPS Jan. 1st Dec. 31st	DEDUCT PAYMENTS MADE AFTER <b>11/23/89</b>	9. G. QUARTERLY INTEREST/CHECK CHG. \$ <b>.00</b>	9. TOTAL PAYMENT DUE \$ <b>10.00</b>
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10. APPOINTED DATE OF NEXT ANNUAL MEETING OF STOCKHOLDERS TO ELECT DIRECTORS \_\_\_\_\_

11. DIRECTORS	NAME	STREET/CITY/STATE/ZIP	DATE TERM EXPIRES
	<b>Elwood Dees</b>	<b>5558 College Street Kings Island, Oh 45034</b>	<b>Life</b>
	<b>Ann Baden</b>	<b>904 N. "E" Street Hamilton, Oh 45013</b>	<b>Life</b>

12. OFFICERS	NAME	STREET/CITY/STATE/ZIP	DATE TERM EXPIRES
<b>PRESIDENT</b>	<b>Elwood Dees</b>	<b>5558 College Street Kings Island, Oh 45034</b>	<b>Life</b>
<b>VICE-PRESIDENT</b>	<b>Elwood Dees</b>	<b>Same</b>	
<b>SECRETARY</b>	<b>Elwood Dees</b>	<b>Same</b>	
<b>TREASURER</b>	<b>Elwood Dees</b>	<b>Same</b>	
<b>OTHER OFFICERS</b>	<b>Elwood Dees</b>	<b>Same</b>	

13. PETITION FOR REVISION OF ASSESSMENT: State reason corporation requests a revision for not filing an adequate and/or timely Franchise Tax Report. (For nonstock corporation; requests removal of the \$50.00 late penalty.)  
 Reason: \_\_\_\_\_

14. ORIGINAL SIGNATURE (OFFICER, DIRECTOR OR INCORPORATOR) **X Elwood Dees** TITLE **President** DATE **2/23/90**

# 1990 ANNUAL FRANCHISE TAX REPORT

STATE USE ONLY

MICHAEL N. CASTLE, Governor  
 MICHAEL HARKINS, Secretary of State  
 Phone (302) 736-4225

STATE OF DELAWARE



**FILED**

MAR 1 1991

DELAWARE FRANCHISE TAX  
 P. O. BOX 7247-0114  
 PHILA, PA. 19170-0114

**\$50.00 PENALTY**  
 if not received  
 on or before **MARCH 1, 1991**

1. AGENT  
 8018442  
 THE COMPANY CORPORATION  
 725 MARKET STREET  
 WILMINGTON DE 19801



2. FILE NUMBER **2193946** CORPORATION NAME **UNITED STATES OF AMERICA, INC.** SEQ. NO. **183387**  
 3. INCORPORATION DATE **04/18/1989** RENEWAL DATE \_\_\_\_\_ REVOCATION DATE \_\_\_\_\_ FEDERAL EMPLOYER ID. NO. \_\_\_\_\_ TYPE **NON-TAXABLE/RELIGIOUS, CHARITABLE, NON-PROFIT**  
 4. NATURE OF BUSINESS \_\_\_\_\_ 5. PRINCIPAL PLACE OF BUSINESS OUTSIDE OF DELAWARE \_\_\_\_\_ 6. PERIODS NOT ENGAGED IN BUSINESS DURING 1990 DATE FROM **/ / 90** DATE TO **/ / 90**

7. AUTHORIZED STOCK	8. A. FRANCHISE TAX	B. \$50.00 PENALTY (IF APPLICABLE)	C. 1% MONTHLY INTEREST ON TAX & PENALTY (IF APPLICABLE)	D. ANNUAL FILING FEE	E. PREV. CREDIT OR BALANCE DUE	F. PREPAID QUARTERLY PAYMENTS	
A. BEGIN DATE	B. ENDING DATE	C. DESIGNATION OR STOCK CLASS	D. NO. OF SHARES	E. PAR VALUE/SHARE	F. NO. SHARES ISSUED	G. TOTAL GROSS ASSETS	H. ASSET DATE
				\$ 10.00	\$ .00	\$ .00	

8. ASSETS FOR REGULATED INVESTMENT CORPS	DEDUCT PAYMENTS MADE AFTER	G. QUARTERLY INTEREST/CHECK CHG.	TOTAL PAYMENT DUE
Jan. 1st	11/23/88	\$ .00	\$ 10.00
Dec. 31st			

10. APPOINTED DATE OF NEXT ANNUAL MEETING OF STOCKHOLDERS TO ELECT DIRECTORS  
 11. DIRECTORS

NAME	STREET/CITY/STATE/ZIP	DATE TERM EXPIRES
Elwood Dees	5598 College Street Kings Island, Oh 45034	Life
Ann Baden	904 N. "E" Street Hamilton, Oh 45013	Life

12. OFFICERS

NAME	STREET/CITY/STATE/ZIP	DATE TERM EXPIRES
PRESIDENT Elwood Dees	5598 College Street Kings Island, Oh 45034	Life
VICE-PRESIDENT Elwood Dees	Same	
SECRETARY Elwood Dees	Same	
TREASURER Elwood Dees	Same	
OTHER OFFICERS Elwood Dees	Same	

13. PETITION FOR REVISION OF ASSESSMENT. State reason corporation requests a revision for not filing an adequate and/or timely Franchise Tax Report. (For nonstock corporation; requests removal of the \$50.00 late penalty.)  
 Reason: Did not receive 1990 Franchise Tax Report. Made copy of 1989 report, which I am sending today (2/26/91).

14. ORIGINAL SIGNATURE (OFFICER, DIRECTOR OR INCORPORATOR) Elwood Dees TITLE President DATE 2/26/91

DO NOT DETACH YOUR REPORT WILL NOT BE CONSIDERED FILED UNLESS THE ENTIRE REPORT IS RETURNED DO NOT DETACH

8018442 THE COMPANY CORPORATION 725 MARKET STREET WILMINGTON DE 19801  
 1990 ANNUAL FRANCHISE TAX REPORT  
 5-03950



FILE NUMBER **2193946** CORPORATION NAME **UNITED STATES OF AMERICA, INC.** SEQUENCE NO **183387**

Filed: 02/28/92  
Franchise Tax  
State of Delaware

# 1991 ANNUAL FRANCHISE TAX REPORT

FORM

STATE OF DELAWARE



MICHAEL N. CASTLE, Governor  
MICHAEL MARKINS, Secretary of State  
Phone (302) 739-4225

AGENT 9018442  
THE COMPANY CORPORATION  
725 MARKET STREET

2 030192 2193946 000003000 0 4

WILMINGTON DE 19801

DO NOT ALTER FILE NUMBER

2. FILE NUMBER 2193946		CORPORATION NAME UNITED STATES OF AMERICA, INC.			PHONE NUMBER 513-378-4711		SEQ. NO. 164999		
3. INCORPORATION DATE 04/19/1989		RENEWAL DATE		REVOCATION DATE		FEDERAL EMPLOYER ID. NO. TYPE NON-TAXABLE/RELIGIOUS, CHARITABLE, NON-PROFIT			
4. NATURE OF BUSINESS				5. PRINCIPAL PLACE OF BUSINESS OUTSIDE OF DELAWARE			6. PERIODS NOT ENGAGED IN BUSINESS DURING YEAR DATE FROM / / DATE TO / /		
7. AUTHORIZED STOCK A. BEGIN DATE B. ENDING DATE		C. DESIGNATION OR STOCK CLASS		D. NO. OF SHARES		E. PAR VALUE/SHARE		F. NO. SHARES ISSUED	
G. TOTAL GROSS ASSETS		H. ASSET DATE							
8. A. FRANCHISE TAX \$ .00		B. \$50.00 PENALTY (IF APPLICABLE) \$		C. 1% MONTHLY INTEREST ON TAX & PENALTY, IF APPLIC. \$ .00		D. ANNUAL FILING FEE \$ 20.00		E. PREV CREDIT OR BALANCE DUE \$ 10.00	
F. PREPAID QUARTERLY PAYMENTS \$ .00									
9. ASSETS FOR REGULATED INVESTMENT CORPS Jan. 1st Dec. 31st				DEDUCT PAYMENTS MADE AFTER 11/10/91		G. QUARTERLY INTEREST/CHECK CHG. \$ .00		TOTAL PAYMENT DUE \$ 30.00	
10. APPOINTED DATE OF NEXT ANNUAL MEETING OF STOCKHOLDERS TO ELECT DIRECTORS (MM/DD/YY) / /									
11. DIRECTORS		NAME			STREET/CITY/STATE/ZIP			DATE TERM EXPIRES	
12. OFFICERS		NAME			STREET/CITY/STATE/ZIP			DATE TERM EXPIRES	
PRESIDENT		Edward DEES			5578 College St. Kings Island, OH 45034-0362			LIFE	
VICE-PRESIDENT									
SECRETARY		Ann Braden DEES			904 North "E" St. Hamilton, OH 45013			LIFE	
TREASURER									
OTHER OFFICERS									
13. ORIGINAL SIGNATURE (OFFICER, DIRECTOR OR INCORPORATOR)				TITLE		DATE			
X Edward Dees				PRESIDENT		2-28-92			