

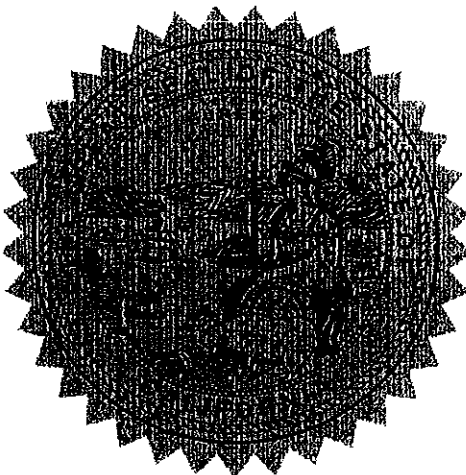
**SECRETARY OF STATE**

I, *Kevin Shelley*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

FEB - 6 2004



Kevin Shelley
Secretary of State

ARTICLES OF INCORPORATION

OF

ENDORSED - FILED
In the office of the Secretary of State
of the State of California

KERN COUNTY SPORTS MEDICINE FOUNDATION JAN 29 2004

ARTICLE I

KEVIN SHELLEY
Secretary of State

NAME

The name of this corporation is Kern County Sports Medicine Foundation.

ARTICLE II

PURPOSE

This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the California Nonprofit Public Benefit Corporation Law for public and charitable purposes. The specific purposes of this corporation are to provide certified athletic trainers for sporting events of local schools and youth organizations and to assist such organizations in covering the cost of using certified athletic trainers.

ARTICLE III

AGENT FOR SERVICE OF PROCESS

The name and address in the State of California of this corporation's initial agent for service of process is Timothy J. Terrio, 7204 Turquoise Lane, Bakersfield, CA 93308.

ARTICLE IV

TAX EXEMPTION REQUIREMENTS

A. This corporation is organized and operated exclusively for charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code [26 U.S.C.A. § 501(c)(3)].

B. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code [26 U.S.C.A. § 170(c)(2)].

C. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements on behalf of any candidate for public office).

ARTICLE V

DISTRIBUTION UPON DISSOLUTION

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation, which is organized and operated exclusively for charitable purposes and which is exempt from taxation under section 501(c)(3) of the Internal Revenue Code [26 U.S.C.A. § 501(c)(3)].

DATED: January 26, 2004



ROBERT J. NORIEGA,
Incorporator



A0658993

ENDORSED - FILED
In the office of the Secretary of State
of the State of California

MAR 29 2007

**CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION**

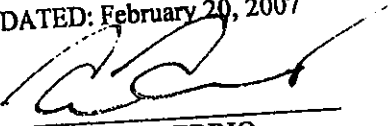
KERN COUNTY SPORTS MEDICINE FOUNDATION

The undersigned certify that:

1. They are the president and the secretary, respectively, of Kern County Sports Medicine Foundation, a California corporation.
2. Article I of the Articles of Incorporation of this corporation is amended to read as follows: The name of this corporation is The League of Dreams, Inc.
3. The foregoing amendment of the Articles of Incorporation has been duly approved by the board of directors.
4. The corporation has no members.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATED: February 20, 2007


TIMOTHY J. TERRIO
President


NANCY TERRIO
Secretary



Amended Articles

INTERNAL REVENUE SERVICE
P. O. BOX 2508
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: **DEC 18 2007**

THE LEAGUE OF DREAMS INC
4101 EASTON DR
BAKERSFIELD, CA 93309

Employer Identification Number:
20-2495631
DLN:
17053257316037
Contact Person:
PETER A ORLETT ID# 31436
Contact Telephone Number:
(877) 829-5500
Accounting Period Ending:
December 31
Public Charity Status:
509(a)(2)
Form 990 Required:
Yes
Effective Date of Exemption:
January 29, 2004
Contribution Deductibility:
Yes
Addendum Applies:
No

Dear Applicant:

We are pleased to inform you that upon review of your application for tax exempt status we have determined that you are exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code. Contributions to you are deductible under section 170 of the Code. You are also qualified to receive tax deductible bequests, devises, transfers or gifts under section 2055, 2106 or 2522 of the Code. Because this letter could help resolve any questions regarding your exempt status, you should keep it in your permanent records.

Organizations exempt under section 501(c)(3) of the Code are further classified as either public charities or private foundations. We determined that you are a public charity under the Code section(s) listed in the heading of this letter.

Please see enclosed Publication 4221-PC, Compliance Guide for 501(c)(3) Public Charities, for some helpful information about your responsibilities as an exempt organization.

Letter 947 (DO/CG)

THE LEAGUE OF DREAMS INC

We have sent a copy of this letter to your representative as indicated in your power of attorney.

Sincerely,

A handwritten signature in black ink, appearing to read "Robert Choi". The signature is fluid and cursive, with the first name "Robert" and last name "Choi" clearly distinguishable.

Robert Choi
Director, Exempt Organizations
Rulings and Agreements

Enclosures: Publication 4221-PC