

BYLAWS
OF
ANDOVER JUNIOR SPORTS ASSOCIATION, INC.

ARTICLE I - OFFICES

The registered office of the Corporation shall be as set forth in its Articles of Incorporation until changed by the trustees as provided by law. The Corporation may also have such offices, within or without the State of Kansas, as the Board of Trustees ("Board") may determine from time to time is necessary.

ARTICLE II - SEAL

The Corporation shall not have a seal.

ARTICLE III - TRUSTEES

Section 3.1. Election and Terms; Board Vacancies. Trustees shall be elected by a plurality of the votes of the trustees present in person or represented by written proxy at their annual meeting. The initial Board shall serve until the first annual meeting of the Corporation or until said trustee's successor is duly elected and qualified, or until his or her earlier death, resignation, or removal.

Vacancies on the Board, however occurring, including, but not limited to, vacancies arising from newly-created trusteeships, shall be filled by the vote of the trustees, or by the sole remaining trustee, although less than a quorum. Unless and until all Board member vacancies are filled, any corporate action taken or authorized by a majority of the remaining trustees at a meeting at which a quorum is present, or by the written consent of all remaining trustees who would constitute a quorum if acting at a meeting, shall be valid and binding upon the Corporation, regardless of such unfilled vacancies. Any trustee or officer of the Corporation may resign upon filing a written resignation which shall become effective when so filed unless some subsequent effective date is set forth in the resignation.

Section 3.2. Meetings of Trustees. The trustees shall meet at such times and places, within or without the State of Kansas, as the Board may from time to time determine. Any regular or special meeting of the Board may be called by the President or by the Secretary/Treasurer upon two days' notice, oral or written, which notice, however, may be waived in writing by any trustee. The annual meeting of the Board shall be held at the time and place designated by the President, provided, however, that said meeting may be held on such other day, hour or place, as may be determined by the written consent of all trustees, or, in the absence of such consent, as may be designated in written notice sent by the President or by the Secretary/Treasurer to each trustee at least two days prior to the date specified in said notice.

Section 3.3. Quorum. One-half of the total number of the Board shall constitute a quorum for the transaction of business.

Section 3.4. Waiver of Notice. Whenever written notice is required to be given to the members of the Board, written waiver thereof signed by a trustee (whether, in the case of notice of a meeting, the written waiver is signed before or after the meeting) shall be in all respects tantamount to notice. Attendance in person at any trustees' meeting shall for all purposes constitute waiver of notice thereof unless the trustee attends the meeting for the sole purpose of objecting to the transaction of any business thereat because the meeting is not lawfully called or convened and unless he or she voices his or her objections at the beginning of the meeting and does not otherwise participate therein.

Section 3.5. Meetings by Telephone. Members of the Board or any committee designated by the Board, may participate in a meeting of the Board by means of conference telephone or similar communications equipment, where all persons participating in the meeting can hear one another, and such participation in a meeting shall constitute presence in person at the meeting.

Section 3.6 Fees and Compensation. Trustees shall not receive any compensation for their services as trustees.

ARTICLE IV - OFFICERS

Section 4.1. Officers and Election Thereof. The officers of the Corporation shall be a President, a Secretary, a Treasurer, and such other officers and assistant officers, including, but not limited to, one or more Vice-Presidents, as the Board may from time to time deem necessary or advisable. Any number of offices may be held by the same person. All officers shall be elected by the Board at its annual meeting, and the Board shall also be empowered to fill all

ARTICLE VI - AMENDMENTS

These Bylaws may be amended or repealed by a majority of the Board.

ARTICLE VII – MISCELLANEOUS

Section 7.1. Securities of Other Corporations. The President or any Vice-President shall have the power and authority to transfer, endorse for transfer, vote, consent, or take any other action with respect to any securities of another issuer which may be held or owned by the Corporation, and to make, execute, and deliver any waiver, proxy, or consent with respect to any such securities.

Section 7.2. Telephone Meetings. Trustees and members of any committee may participate in and hold meetings of trustees or of any committee by means of which all persons participating in the meeting shall constitute presence in person at such meeting, except where a person participates in the meeting for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened.

Section 7.3. Action Without a Meeting. Any action required or permitted by law, by the Articles of Incorporation of the Corporation, or by these Bylaws to be taken at a meeting of the trustees on any committee may be taken without a meeting if unanimous consent in writing setting forth the action so taken shall be signed by the members of the Board or committee entitled to vote thereat, if, to the extent required by law, such written consent is filed in the Corporation's official minute book containing the minutes of all meetings of the Board. Such consent shall have the same force and effect as a vote of such trustees or committee members, as the case may be.

Section 7.4. Execution of Deeds, Mortgages, Etc. Neither the attestation by the Secretary/Treasurer of the Corporation to the execution of any deed, mortgage, deed of trust, indenture, or other instrument executed by the Corporation nor the affixing of a corporate seal thereto shall be necessary to constitute such deed, mortgage, deed of trust, indenture, or other instrument a valid and binding obligation of the Corporation unless the resolution of the Board specifically authorizing the execution thereof expressly states that such attestation or such seal is required.

Section 7.5. Resignations. Any trustee, officer, or committee member may resign by so stating at any meeting of the Board or by giving written notice to the Board, the President, or

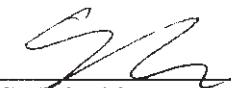
the Secretary/Treasurer. Such resignation shall be effective at the time specified therein or, if no such time is stated therein, upon receipt. Unless otherwise specified in the notice of resignation, no acceptance of such resignation shall be necessary to make it effective.

Section 7.6. Conflict of Interest. In the event a conflict of interest or possible conflict of interest develops between any officer or Board Member, the Board shall review the situation and make a determination as to appropriate action. The Board shall determine the guidelines for each situation, but the provisions hereof shall not necessarily prohibit any officer or Board Member from doing business with the Corporation.

Section 7.7. Headings. All headings and other titles and captions used in these Bylaws are for convenience only and shall not be considered in construing or interpreting any provision of these Bylaws.

Section 7.8. Rules of Procedure. Robert's Rules of Order (Latest Revision) shall govern the meetings of general members, Board and the Committees of the Corporation in all cases in which they are applicable and in which they are not inconsistent with these Bylaws. Any meeting of the Corporation may suspend Robert's Rules of Order for conducting business of that meeting.

ADOPTED by the Incorporator as of this 22nd day of July, 2008.



Scott C. Palecki

EXHIBIT 4

Andover Junior Sports Association's (AJSA) mission is to improve youth football programs in the city of Andover. We do this by raising funds for the Andover Junior Football program, the Andover Middle School program and the Andover High School program. Our fund raising activities are directed at increasing the awareness and support for football in the Andover community.

The junior football program receives funds for our organization that are used to buy practice equipment, helmet decals and provides for an end of the year banquet for each of the players. In the event the City of Andover does not have the ability to provide a scholarship for a player who can't afford to play, AJSA will provide funds to help them meet the costs.

The senior high and middle schools each receive an equal donation of equipment for use in their programs. In the past, this has included helmets, chin straps and other safety related equipment needed by the players. In addition, AJSA provides 2 scholarships to each high school for athletes who are in good standing and are planning on enrolling in college in the following year.

AJSA promotes community involvement and awareness by holding an annual junior football tournament. This event brings in over 200 junior football players, spectators and local volunteers. The event is held each year in honor of a former junior football coach who passed away. The community is encouraged to come out and watch the junior football players compete in a 2 day tournament that culminates in a championship game for each grade level.

EXHIBIT 5

Andover Junior Sports Association is supported by donations from local businesses and a number of fund raising activities. The fund raisers are used to pay for all of the events AJSA hosts and all donations made to youth sports programs.

AJSA engages in the following fund raising activities:

Practice Field Concessions - During football season, 2-3 volunteers staff a small concession stand 2-3 times a week at the fields the junior football players practice. This activity makes water and sports drinks available for the players. It also provides snacks for parents and other spectators. Funds from this activity are directed towards putting decals on junior football player's helmets.

Regular Season Concessions - During football season, 4-5 volunteers staff a large concession stand during each junior football home game at one location. This concession stand provides hot food, candy and drinks to the players and spectators before and during the games. Funds from this activity are used to fund the end of the year banquets for each junior football player.

Tournament Concessions - During the end of the season tournament, 4-5 volunteers staff multiple concession stands during each game. Currently the tournament has games being played at up to 4 locations. Each of these locations requires a separate volunteer crew. The funds from these concession stands go to cover general bowl expenses such as concession supplies, awards and rental expenses. Remaining funds are put toward purchasing equipment for the Andover youth football programs and the various scholarships that AJSA provides.

Tournament Ticket Sales - During the end of the season tournament, 2-3 volunteers staff multiple ticket stands during each game. Currently, the tournament has 2 gated locations where tickets are sold. Each of these locations requires a separate volunteer crew. The funds from ticket sales go to cover general bowl expenses such as awards and rental expenses. Remaining funds are put toward purchasing equipment for the Andover youth football programs and the various scholarships that AJSA provides.

Tournament Program Sales - During the end of the season tournament, 1 volunteer is required to sell programs during each game. Currently, the tournament has 4 locations where programs are sold. Each of these locations requires a separate volunteer. The funds from program sales go to cover general the cost of printing the programs. Programs are sold under cost and have their costs offset by other fund raising activities.

Tournament T-Shirt Sales - Each year a new design is commissioned for the tournament. This design is printed on t-shirts and other apparel that is made available for sale before and during the tournament. During the tournament, t-shirt sales stands are set up at each location and require 1-2 volunteers per location. Funds raised from t-shirt sales are used to cover the cost of the t-shirts, and the remainder of the funds is put towards purchasing

equipment for the Andover youth football programs and the various scholarships that AJSA provides.

Tournament Entry Fees - An entry fee is required for each team outside of Andover that participates in the tournament. These fees are collected prior to the tournament and used to cover the cost of hiring referees for the tournament. Any remaining funds are put towards bowl expenses or equipment purchases.