

176888

State of Utah
Department of Commerce
Division of Corporations and Commercial Code

I Herby certify that the foregoing has been filed
and approved on the 5th day of NOV 1993
in the office of this Division and hereby issue
this Certificate thereof.

1993 NOV -5 11:10

Examiner jp Date 11-8-93



Karla S. Woods
KORLA T. WOODS
Division Director

ARTICLES OF INCORPORATION

COMMUNITY ANIMAL WELFARE SOCIETY

The incorporator desiring to form a nonprofit corporation under the Utah Nonprofit Corporation and Co-operative Association Act certifies the following:

Article 1. The name of the Corporation shall be "Community Animal Welfare Society."

Article 2. The Corporation shall be of perpetual duration.

Article 3. The principal office of the Corporation shall be at 516 E. 13th Ave., Salt Lake City, Utah, 84103, provided that the office may be changed at any time by the Board of Directors without amending these articles.

Article 4. The Corporation is organized exclusively for charitable and educational purposes as a nonprofit exempt organization under section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, to assist the community in providing medical care, spaying, neutering, and housing for stray and abandoned animals and animals of low income pet owners; to promote animal care; and to educate the community on the need for spaying and neutering animals.

Article 5. The Corporation shall have no members.

Article 6. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, trustees, 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 Four.

Article 7. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Article 8. The initial Board of Directors is comprised of three members whose names and addresses are as follows:

Susan Creager Allred

Holly Claspill

Patricia Myers

Article 9. The registered agent of the Corporation shall be Susan Creager Allred residing at 516 E. 13th Ave., Salt Lake City, UT 84103.

Article 10. If at any time the Corporation is determined by the Internal Revenue Service to be a private foundation:

- (a) the Corporation shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code;
- (b) the Corporation will not engage in any act of self-dealing as defined in section 4941(d) of Internal Revenue Code or the corresponding section of any future federal tax code;
- (c) the Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code or the corresponding section of any future federal tax code;
- (d) the Corporation will not make any investment in a manner that would subject it to tax under section 4944 of the Internal Revenue Code or the corresponding section of any future federal tax code; and
- (e) the Corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article 11. 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 corresponding section of any future federal tax code, or by a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article 12. Upon the dissolution of the Corporation, corporate assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code; shall be distributed to an organization exempt from federal taxation under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code; or shall be distributed to the federal government, or to a state or local government for a public purpose. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located for exempt purposes or to an organization or organizations that are organized and operated exclusively for exempt purposes.


Witnessed this 4 day of Nov. 1993.



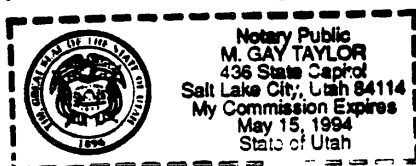
Patricia Owen
Incorporator
335 E. 5th Ave., Apt. 1
Salt Lake City, UT 84103

STATE OF UTAH)
)
County of Salt Lake)

On this 4th day of November, 1993,
personally appeared before me Patricia Owen,
personally known to me or proved to me on the basis of satisfactory
evidence to be the person whose name is signed on the foregoing
Articles of Incorporation, and acknowledged to me that she has read
and understands the contents thereof and that she signed it
voluntary for its stated purpose.


NOTARY PUBLIC

My Commission Expires:



As required by Utah Code Ann. § 16-6-25.1, I acknowledge that I, Susan Creager Allred, am a resident of Utah and have been appointed registered agent for the Community Animal Welfare Society.

Susan Creager Allred

Susan Creager Allred
Registered Agent

November 4, 1993

STATE OF UTAH)

County of Salt Lake)

On this 4th day of November, 1993, personally appeared before me Susan Creager Allred, personally known to me or proved to me on the basis of satisfactory evidence to be the person whose name is signed on the foregoing, and acknowledged to me that she has read and understands the contents thereof and that she signed it voluntary for its stated purpose.

M. Gay Taylor
NOTARY PUBLIC

My Commission Expires:

