

**ARTICLES OF INCORPORATION  
OF  
ENLISTED ASSOCIATION OF THE NATIONAL GUARD OF  
UTAH, INC.**

We, the undersigned natural persons all being of the age of eighteen years or more, acting as incorporators under the Utah Non-Profit Corporation and Cooperative Association Act, adopt the following Articles of Incorporation for such Corporation:

**Article I  
NAME**

The name of the corporation is **ENLISTED ASSOCIATION OF THE  
NATIONAL GUARD OF UTAH, INC.**

**Article II  
DURATION**

The period of duration of this corporation is perpetual.

**Article III  
PURPOSE**

- (a) To act and operate exclusively as a nonprofit corporation pursuant to the laws of the State of Utah, and to act and operate as a charitable organization in lessening the burdens of members of the Utah National Guard and their dependents.
- (b) To engage in any and all activities and pursuits, and to support or assist such other organizations, as may be reasonably related to the foregoing and following purposes.
- (c) To engage in any and all other lawful purposes, activities and pursuits, which are substantially similar to the foregoing and which are or may hereafter be authorized by Section 501(c)(3) of the Internal Revenue Code and are consistent with those powers described in the Utah Nonprofit Corporation and Cooperation Association Act, as amended and supplemented.

(d) To solicit and receive contributions, purchase, own and sell real and personal property, to make contracts, to invest corporate funds, to spend corporate funds for corporate purposes, and to engage in any activity "in furtherance of, incidental to, or connected with any of the other purposes."

(i) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the corporation and to make payments and distributions in furtherance of the purposes set forth herein;

(ii) no substantial part of the activities of the corporation shall be the carrying on of propoganda, 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 any candidate for public office except as authorized under the Internal Revenue Code of 1954, as amended;

(iii) 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 501(c)(3) of the Internal Revenue Code of 1954, as amended (or the corresponding provision of any future United States Internal Revenue law).

#### **Article IV MEMBERS/STOCK**

**The corporation shall not have any class of members or stock.**

**Article V  
Provisions for the regulation of the internal affairs of the corporation shall be set forth in the By-Laws.**

#### **Article VI**

**The number of directors of this Corporation shall be three (3), or more than three, as fixed from time to time by the By-Laws of the Corporation. The number of directors constituting the present Board of Directors of the Corporation is three, and the names and addresses of**

the persons who are to serve as directors until their successors are elected and shall qualify are:

Spencer Nielsen  
1653 South 2330 East  
Spanish Fork, UT 84660

Dianne Reed  
122 Navajo Cir  
Evanston, WY 82930

Cheryl Fowler  
4932 West 8740 South  
West Jordan, UT 84088

#### Article VII INCORPORATORS

The identity as well as the addresses of each of the incorporators is listed.

The names and addresses of the incorporators are:

Spencer Nielsen  
1653 South 2330 East  
Spanish Fork, UT 84660

Dianne Reed  
122 Navajo Cir  
Evanston, WY 82930

Cheryl Fowler  
4932 West 8740 South  
West Jordan, UT 84088

#### Article VIII REGISTERED OFFICE AND AGENT

The address of the corporation's initial registered office, the name of the registered agent and his signature acknowledging acceptance as such must be included. The address must be a street address. A Post Office Box is not permitted.

The address of the corporation's initial registered office shall be:

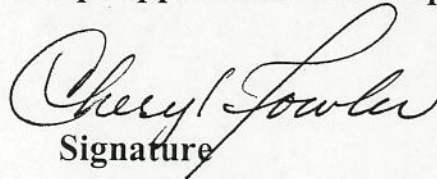
12953 Minuteman Drive  
Draper, Utah 84020

Such office may be changed at any time by the Board of Trustees without amendment of these Articles of Incorporation.

The corporations initial registered agent at such address shall be:

Cheryl Fowler

I hereby acknowledge and accept appointment as corporate registered agent:

  
Signature

Article IX  
PRINCIPAL PLACE OF BUSINESS

The principal place of business is specified.

The principal place of business of this Corporation shall be 12953 Minuteman Drive, Draper, Utah 84020. The business of this Corporation may be conducted in all counties of the State of Utah and in all states of the United States, and in all territories thereof, and in all foreign countries as the Board of Trustees shall determine.

Article X  
DISTRIBUTIONS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its 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 III hereof. 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. Notwithstanding any other provision of these Articles of Incorporation, 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, as amended or supplemented, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, as amended or supplemented.

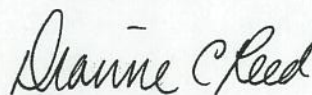
**Article XI  
DISSOLUTION**

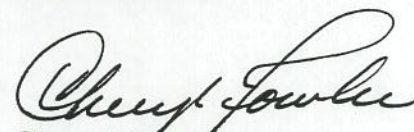
Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended or supplemented, or shall be distributed to the federal government or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the District Court 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 purposes.

In Witness Whereof, We, Spencer Nielsen, Dianne Reed, and Cheryl Fowler, have executed these Articles of Incorporation in duplicate this 27 day of October, 2004, and say:

That they are all incorporators herein; that they have read the above and foregoing Articles of Incorporation; know the contents thereof and that the same is true to the best of their knowledge and belief, excepting as to matters herein alleged upon information and belief and as to those matters they believe to be true.

  
Spencer Nielsen

  
Dianne Reed

  
Cheryl Fowler



**Klare Bachman**  
*Executive Director*  
Department of Commerce

**Olene S. Walker**  
*Governor*  
State of Utah

**Kathy Berg**  
*Director*  
Division of Corporations  
& Commercial Code

CHERYL FOWLER  
**ENLISTED ASSOCIATION OF THE NATIONAL GUARD OF UTAH, INC.**  
12953 MINUTEMAN DR  
DRAPER UT 84020



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

## **CERTIFICATE OF REGISTRATION**

### **CORPORATION - DOMESTIC - NON-PROFIT**

This certifies that **ENLISTED ASSOCIATION OF THE NATIONAL GUARD OF UTAH, INC.** has been filed and approved on **11/19/2004** and has been issued the registration number **5774246-0140** in the office of the Division and hereby issues this Certification thereof.

*Kathy Berg*

**KATHY BERG**  
Division Director