

ARTICLES OF INCORPORATION FILED

OF SEP 21 95 3 0 3 6 4 5

COMMUNITY CENTER for the ARTS WY 83001
SECRETARY OF STATE

In compliance with the requirements of the Wyoming Nonprofit Corporation Act, the undersigned, being of full age, have this day voluntarily associated themselves for the purpose of forming a not-for-profit corporation and do hereby adopt and certify the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is the Community Center for the Arts.

ARTICLE II

This is a public benefit corporation.

ARTICLE III

The street address of the corporation's initial registered office is:

340 S. Glenwood Street Jackson, Wyoming

The initial registered agent at that office is Candra Day.

The mailing address is PO Box 1540, Jackson Wyoming 83001.

ARTICLE IV

The names and addresses of the incorporator is:

Candra Day PO Box 1540 Jackson WY 83001

ARTICLE V

This corporation will not have members.

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SECRETARY OF STATE
WYOMING

ARTICLE VI

Distribution of assets upon Dissolution

Upon dissolution, the Board of Directors will make provision for payment of all liabilities of the corporation and dispose of all assets of the corporation consistent with the corporation's stated purpose or to any charitable or educational organization with tax-exempt status under section 501(c)3 of the Internal Revenue Code. Any such assets not so disposed shall be disposed by the Court of Common Pleas of the county in which the principal office of the corporation is then located and as the said Court shall determine.

ARTICLE VII

Length of Existence

The term of existence is perpetual, unless otherwise dissolved according to these Articles and the provisions of the statutes of the State of Wyoming.

ARTICLE VIII

Purpose of the Corporation

The corporation is organized exclusively for charitable purposes, specifically to plan, develop and operate community cultural facilities for Teton County, Wyoming. These facilities help to create and sustain cultural activities and a sense of community cohesiveness.

Not-for-Profit Purpose

No part of the net earnings of the corporation shall be for the benefit of, or be distributed to, its members, trustees, officers or other private persons. However, the corporation is empowered to pay reasonable compensation for services rendered and to make payments and distributions in accordance with the stated purposes of the corporation. The corporation shall not carry on any activities not permitted by a tax-exempt corporation under section 501(c)3 of the Internal Revenue Code.

ARTICLE IX

Capital Stock and Dividends

The corporation shall not have capital stock nor will it pay a dividend of any kind except on liquidation of the corporation, and then only in the manner for dissolution as is provided in these Articles.

ARTICLE X

Amendment of Articles

Amendment of these Articles shall require the consent of two-thirds (2/3) of the entire Board of Directors.

EXECUTED AND ACKNOWLEDGED THIS 19th DAY OF
SEPTEMBER, 1995 BY THIS INCORPORATOR:

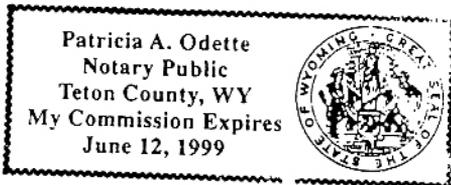
Candra Day
CANDRA DAY

In the State of Wyoming, Teton County
I, Patricia A. Odette, a notary public, hereby certify that on the day of 19th Sept.
1995, personally appeared before me the above signator, who being by me first duly
sworn, severally declared that she is the persons who signed the foregoing document as
incorporators, and that the statements contained therein are true.

Patricia A. Odette
Notary Public

My commission expires:

June 12, 1999



FOR NAME AVAILABILITY PURPOSES, this corporation will be
planning, developing and operating a community cultural facility.