We do solemnly swear or affirm that at a meeting of the representatives of elected City and County government, school boards, and other interested special interest groups, with membership in Daggett, Duchesne, and Uintah Counties in the State of Utah, held at Vernal in the County of Uintah, State of Utah upon notice to the incorporators by written notice had and received more than five days prior to the said meeting, it was decided by a majority vote of the members present at said meeting to incorporate in order to form the Uintah Basin Economic Development Corporation to be formed in accordance with the nonprofit corporation laws of the State of Utah to exist in perpetuity from the date of incorporation.

ARTICLE I: NAME

The name of the corporation shall be the Uintah Basin Economic Development District.

ARTICLE II: PURPOSE

The District is being created as a nonprofit corporation for the following purposes:

1. To implement and carry out the provisions and spirit of the Public Works and Economic Development Act of 1965, Public Law 8-136, as promulgated by the 89th Congress of the United States of America, and all subsequently enacted Federal and State legislation related to these purposes.

2. To formulate, develop and administer a program for planning in order to improve economic conditions in the District in respect to unemployment, underemployment and other distressed economic conditions related to the general welfare.

3. To prepare and develop a District Overall Economic Development Program for long-range economic growth, which includes a specific program for District cooperation, self-help, private and public investment.

4. To coordinate overall economic planning and development in the District among the members.

5. To carry out such research, planning and advisory functions as are necessary and helpful to the foregoing.

6. To receive and disburse funds as may be provided to finance the costs of operation of the District and further the programs of the District. This corporation shall not issue or sell any stock to evidence membership therein.

7. To apply for, receive and disperse Federal excess property in compliance of rules and regulations prescribed by E.D.A. and the Regional Chief of G.S.A. Region 8.

8. To implement and carry out any other purpose prescribed by the Board of Trustees.

ARTICLE III: NON-PROFIT STATUS

This corporation is not organized for the pecuniary profit of its trustees, officers or members; nor may it issue stock nor declare nor distribute dividends, and no part of its net income shall inure to the benefit of any director, officer, or members; and any balance of money or assets remaining after full payment of all corporate obligations shall be devoted solely to the charitable, educational, and benevolent purposes of the corporation.
ARTICLE IV: BYLAWS

The governing body of the Uintah Basin Economic Development District shall develop a set of Bylaws in order to identify its functions and to provide for operating rules and regulations of the District Organization, membership, budgets, assessments, duties of Trustees and staff, and distribution of assets on dissolution.

ARTICLE V: BOARD OF TRUSTEES

The governing body of the Uintah Basin Economic Development District shall be designated as the Board of Trustees, and its membership shall be constituted as follows:

1. The Board of Trustees shall consist of the Executive Committee of the Uintah Basin Association of Governments, representing the counties and municipalities of the District plus a minimum of thirty-five percent (35%) representing the private enterprise sector. Specific interest disciplines such as labor, agriculture, health, education, and minority groups, etc., will be afforded Board representation.

2. Appointment of the non-elected officials. Appointments will take into consideration applicable state and federal regulations concerning Board membership requirements.

3. The length and terms of members of the Board of Trustees shall be prescribed by the bylaws adopted for this District.

4. Twenty-four (24) Trustees shall constitute the initial Board of Trustees as follows:

<table>
<thead>
<tr>
<th>Address</th>
<th>City</th>
<th>County</th>
<th>State</th>
</tr>
</thead>
<tbody>
<tr>
<td>Clark Abeggen</td>
<td>168 W. Third N.</td>
<td>Roosevelt</td>
<td>Duchesne</td>
</tr>
<tr>
<td>Kenneth G. Anderton</td>
<td>1425 W. Main St.</td>
<td>Vernal</td>
<td>Uintah</td>
</tr>
<tr>
<td>J. Rulon Anderton</td>
<td>Rt. 2, Box 18</td>
<td>Roosevelt</td>
<td>Duchesne</td>
</tr>
<tr>
<td>Kenneth R. Aycock</td>
<td>132 N. 600 W.</td>
<td>Vernal</td>
<td>Uintah</td>
</tr>
<tr>
<td>Milton Beck</td>
<td>No Street Address</td>
<td>McKinnon</td>
<td>(Daggett)</td>
</tr>
<tr>
<td>Gene Briggs</td>
<td>No Street Address</td>
<td>Manila</td>
<td>Daggett</td>
</tr>
<tr>
<td>Melvin Burke</td>
<td>367 N. 850 W.</td>
<td>Vernal</td>
<td>Uintah</td>
</tr>
<tr>
<td>Carl S. Collett</td>
<td>No Street Address</td>
<td>Dutch John</td>
<td>Daggett</td>
</tr>
<tr>
<td>Morris Cook</td>
<td>1599 E. Highway 40</td>
<td>Vernal</td>
<td>Uintah</td>
</tr>
<tr>
<td>Orlian Cook</td>
<td>RFD 2 Box 80A</td>
<td>Roosevelt</td>
<td>Duchesne</td>
</tr>
<tr>
<td>Charles Denver</td>
<td>Golf Course Sub-Div.</td>
<td>Roosevelt</td>
<td>Duchesne</td>
</tr>
<tr>
<td>Bill Gibson</td>
<td>3 East Main St.</td>
<td>Vernal</td>
<td>Uintah</td>
</tr>
<tr>
<td>Hollis Hullinger</td>
<td>P.O. Box 245</td>
<td>Roosevelt</td>
<td>Duchesne</td>
</tr>
<tr>
<td>Ronald Johnson</td>
<td>1100 W. 2nd N.</td>
<td>Roosevelt</td>
<td>Duchesne</td>
</tr>
<tr>
<td>Merrill Littlewood</td>
<td>2150 Univ. Bldg.</td>
<td>S.L.C.</td>
<td>Salt Lake</td>
</tr>
<tr>
<td>Albert Neff</td>
<td>No Street Address</td>
<td>Manila</td>
<td>Daggett</td>
</tr>
<tr>
<td>Warren Richardson</td>
<td>138 S. 100 W.</td>
<td>Vernal</td>
<td>Uintah</td>
</tr>
<tr>
<td>Loryn Ross</td>
<td>No Street Address</td>
<td>Myton</td>
<td>Duchesne</td>
</tr>
<tr>
<td>Chad Peatross</td>
<td>No Street Address</td>
<td>Duchesne</td>
<td>Duchesne</td>
</tr>
<tr>
<td>Sam Snyder</td>
<td>142 N. 300 W.</td>
<td>Vernal</td>
<td>Uintah</td>
</tr>
<tr>
<td>Ray Thomas</td>
<td>No Street Address</td>
<td>Tabiona</td>
<td>Duchesne</td>
</tr>
<tr>
<td>Ms. Melanie Son</td>
<td>No Street Address</td>
<td>Manila</td>
<td>Daggett</td>
</tr>
<tr>
<td>John Tinker</td>
<td>No Street Address</td>
<td>Manila</td>
<td>Daggett</td>
</tr>
<tr>
<td>Charles S. Willis</td>
<td>No Street Address</td>
<td>Manila</td>
<td>Daggett</td>
</tr>
</tbody>
</table>

ARTICLE VI: EXECUTIVE COMMITTEE OFFICERS

1. The executive committee shall consist of one chairman, a first and second vice-chairman, each being elected from a different county, the chairman of each county commission, a representative from the regional growth center and a representative from the redevelopment center. Where a duplication would occur with the chairman or vice-chairman of the district, a representative may be designated by the executive committee from the same county.

2. The functions and duties of the Executive Committee shall be those provided in the bylaws of this District.
ARTICLE VII: AMENDMENTS TO THE ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended by a two-third(s) (2/3) vote of the membership of the Board of Directors in accordance with the regulations in applicable law.

ARTICLE VIII: MAIN OFFICES AND AGENTS

This corporation shall have two principal places of business, either of which shall be amenable for official notice. One principal place of business shall be 26 West 200 North, Roosevelt, Duchesne County, Utah. The Principal agent at that address shall be Clinton C. Harrison. The other principal place of business shall be 147 East Main Street, Vernal, Uintah County, Utah. The registered agent at that address shall be Charles R. Henderson.

ARTICLE IX: INCORPORATORS

The following persons are the incorporators of this organization and with the other Trustees herein provided shall serve as officers of this corporation until their successors are chosen and qualified. We through resolution at the organization meeting approve this corporate organization.

- Charles S. Willis
  No Street Address
  Manila
  Daggett
  Utah
- Loryn Ross
  No Street Address
  Myton
  Duchesne
  Utah
- J. Rulon Anderton
  Rt. 2, Box 18
  Roosevelt
  Duchesne
  Utah
- Warren D. Richardson
  138 S. 100 West
  Vernal
  Uintah
  Utah
- Albert H. Neff
  No Street Address
  Manila
  Daggett
  Utah
- Sam Snyder
  142 N. 300 West
  Vernal
  Uintah
  Utah

Dated this 20th Day of May 1976.

[Signatures]

Charles S. Willis
Loryn Ross
J. Rulon Anderton
Warren D. Richardson
Albert H. Neff
Sam Snyder

STATE OF UTAH
COUNTY OF UINTAH
I, Bernice Burke, Notary Public, certify that the signed incorporators of the Uintah Basin Economic Development District represent the jurisdictions listed and have collectively adopted by resolution the corporate existence of this organization and that they signed as incorporators for the purposes listed and as of their own free and voluntary act.

[Signature]

Notary Public
Residing at [Address]

My Commission Expires:

[Signature]

April 16, 1979
Office of Secretary of State
Certificate of Incorporation
of
THE UINTAH BASIN ECONOMIC DEVELOPMENT DISTRICT

I, Clyde L. Miller, as Secretary of State of Utah, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of
THE UINTAH BASIN ECONOMIC DEVELOPMENT DISTRICT
duly signed and verified pursuant to the provisions of the Utah Non-Profit Corporation and Cooperative Association Act, have been received in this office and are found to conform to law.

Accordingly, the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issue this Certificate of Incorporation of
THE UINTAH BASIN ECONOMIC DEVELOPMENT DISTRICT
and attaches hereto a duplicate original of the Articles of Incorporation.

File #069215

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State of Utah at Salt Lake City, Utah, this 11th day of June, A.D. 1976.

Clyde L. Miller
SECRETARY OF STATE

By [Signature]
AUTHORIZED PERSON