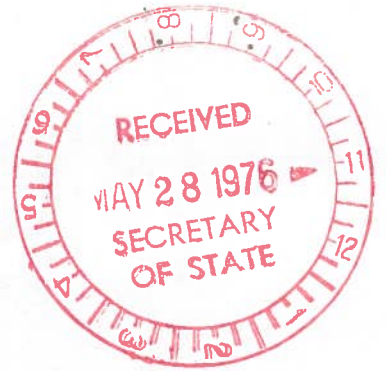


ARTICLES OF INCORPORATION OF
THE UINTAH BASIN ECONOMIC DEVELOPMENT DISTRICT



FILED In the office of the Lt. Gov./Sec. of
State of the State of Utah, on
the 11th day of June 1976
COUNTY OF UINTAH
Lt. Gov./Sec.
Filing Clerk BS

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 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:

	<u>Address</u>	<u>City</u>	<u>County</u>	<u>State</u>
Clark Abegglen	168 W. Third N.	Roosevelt	Duchesne	Utah 84066
Kenneth G. Anderton	1425 W. Main St.	Vernal	Uintah	Utah 84079
J. Rulon Anderton	Rt. 2, Box 18	Roosevelt	Duchesne	Utah 84066
Kenneth R. Aycock	132 N. 600 W.	Vernal	Uintah	Utah
Milton Beck	No Street Address	McKinnon	(Daggett)	(Utah) Wyo.
Gene Briggs	No Street Address	Manila	Daggett	Utah
Melvin Burke	367 N. 850 W.	Vernal	Uintah	Utah
Carl S. Collett	No Street Address	Dutch John	Daggett	Utah
Morris Cook	1599 E. Highway 40	Vernal	Uintah	Utah
Orlan Cook	RFD 2 Box 80A	Roosevelt	(Uintah)	Utah
Charles Denver	Golf Course Sub-Div.	Roosevelt	Duchesne	Utah
Bill Gibson	3 East Main St.	Vernal	Uintah	Utah
Hollis Hullinger	P.O. Box 245	Roosevelt	Duchesne	Utah
Ronald Johnson	1100 W. 2nd N.	Roosevelt	Duchesne	Utah
Merril Littlewood	2150 Univ. Bldg.	S.L.C.	Salt Lake	Utah
Albert Neff	No Street Address	Manila	Daggett	Utah
Warren Richardson	138 S. 100 W.	Vernal	Uintah	Utah
Loryn Ross	No Street Address	Myton	Duchesne	Utah
Chad Peatross	No Street Address	Duchesne	Duchesne	Utah
Sam Snyder	142 N. 300 W.	Vernal	Uintah	Utah
Ray Thomas	No Street Address	Tabiona	Duchesne	Utah
Ms. Melanie Son	No Street Address	Manila	Daggett	Utah
John Tinker	No Street Address	Manila	Daggett	Utah
Charles S. Willis	No Street Address	Manila	Daggett	Utah

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.

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.

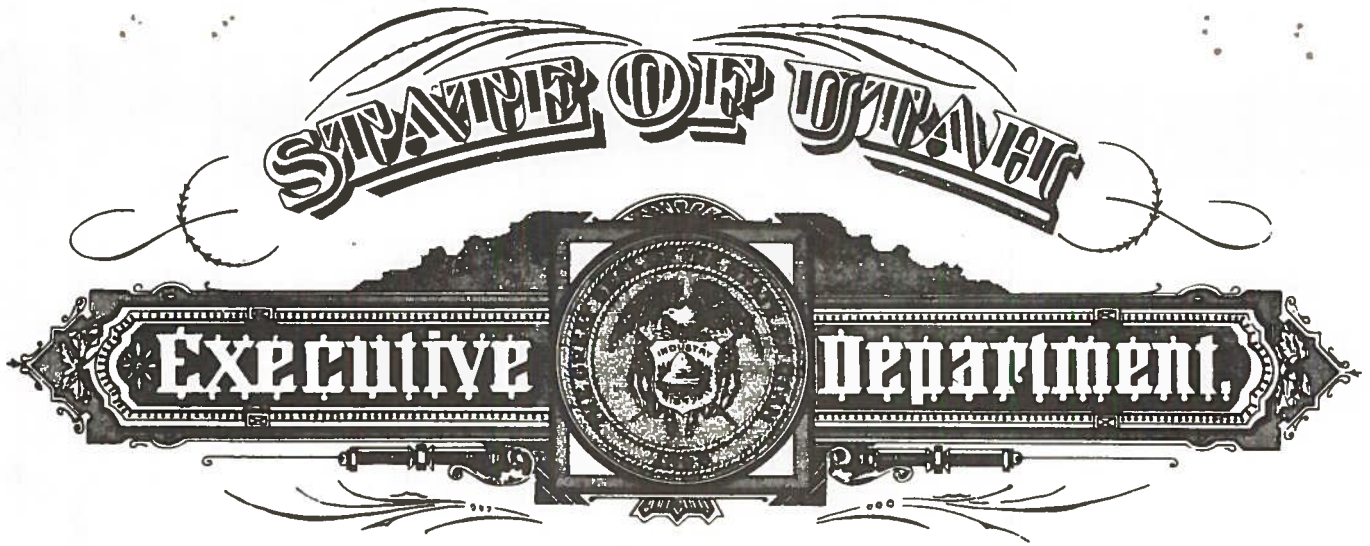
Bernice Burke.

Notary Public

Residing at Vernal

My Commission Expires:

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 Harward R. Hinton
AUTHORIZED PERSON

