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

I hereby certify that the foregoing has been filed and approved in accordance with the laws of the State of Utah and hereby file this certificate.

Witness my hand and seal of office this 22nd day of November 1955.  
 *[Signature]*  
SECRETARY

ARTICLES OF INCORPORATION

OF

BJS

WASATCH AVIAN EDUCATION SOCIETY

We, the undersigned natural persons all being the age of eighteen or more and citizens of the United States, 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 WASATCH AVIAN EDUCATION SOCIETY.

ARTICLE II

DURATION

The period of this corporation is perpetual.

ARTICLE III

PRINCIPLE PLACE OF BUSINESS

The principle place of business of the Corporation shall be P.O.Box 540753, North Salt Lake, Davis County, Utah 84054. 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.

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## ARTICLE IV

### PURPOSE

This Corporation is formed to act and operate exclusively as a non-profit educational corporation pursuant to the laws of the State of Utah, and to act and operate as a charitable organization to:

- a) Provide education to bird owners and breeders regarding appropriate and humane care of pet birds.
- b) Provide a means for humane rehabilitation of injured, ill or neglected birds.
- c) Publish educational material for distribution to the general public and bird owners regarding proper avicultural practices.
- d) Support local, national and international organizations with reasonably similar purposes, programs and ideals.
- e) 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, or the corresponding section of any future tax code, and are consistent with those powers described in the Utah Nonprofit Corporation and Cooperation Association Act, as amended and supplemented. This may include the making of distributions to organizations that qualify under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal Tax Code.
- f) Solicit and receive contributions, purchase and own and sell real and personal property, to make contracts, and to invest 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 propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or otherwise 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 (b) by a corporation, contributions of which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

## ARTICLE V

### MEMBERS/STOCK

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

## ARTICLE VI

### BY-LAWS

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

## ARTICLE VII

The number of Trustees of this Corporation shall be six, or as fixed from time to time by the By-Laws of the Corporation. The names and addresses of the persons who are to serve as trustees until their successors are elected and shall qualify are:

Debbie Schluter  
2482 S. Cave Hollow Way  
Bountiful, UT 84010

Jill Pope  
3240 S. Bountiful Blvd.  
Bountiful, UT 84010

Evan Gubler  
3305 S. Orchard Dr.  
North Salt Lake, UT 84054

Dana Clark  
3305 S. Orchard Dr.  
North Salt Lake, UT 84054

Douglas Folland  
124 W. Parrish Lane  
Centerville, UT 84014

Martin Orr  
1050 E. Fort Union Blvd.  
Midvale, UT 84047

## ARTICLE VIII

### INCORPORATORS

The names and addresses of the incorporators are:

Richard J. Pope  
3240 S. Bountiful Blvd.  
Bountiful, UT 84010

Jill Pope  
3240 S. Bountiful Blvd.  
Bountiful, UT 84010

Debbie Schluter  
2482 S. Cave Hollow Way  
Bountiful, UT 84010

ARTICLE IX

REGISTERED OFFICE AND AGENT

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

2482 S. Cave Hollow Way  
Bountiful, UT 84010

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

The corporation's initial registered agent at such address shall be:

Debbie Schluter

I hereby acknowledge and accept appointment as corporate registered agent:

  
Debbie Schluter

ARTICLE X

DISTRIBUTIONS

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 in Article IV 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 otherwise 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. 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) (b) by a corporation, contributions of which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

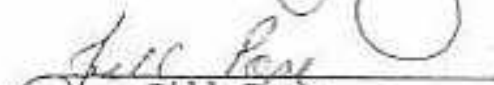
ARTICLE XI

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, or 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 principle office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as such Court shall determine, which are organized and operated for such purposes.

IN Witness Whereof, We, Richard Pope, Jill Pope, Debbie Schluter have executed these articles of Incorporation in duplicate this 22nd day of February, 1994, 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 the matters herein alleged upon information and belief and as to those matters they believe to be true.

  
Richard J. Pope

  
Jill Pope

  
Debbie Schluter

*Notary Public Mary Lou Thomson*  
  
*County*