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

I hereby certify that the foregoing has been filed
and approved on the 21 day of Feb, 1992
In the office of this Division and hereby issue
this Certificate thereof.

ARTICLES OF INCORPORATION

Examiner

KJB

Date

2-12-92

FOR THEENSIGN PEAK FOUNDATION

Gary R. Hansen
Division Director

(A Utah Nonprofit Corporation)

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The undersigned, a natural person of the age of twenty one (21) or more, for the purpose of forming a nonprofit corporation, without capital stock, as provided for pursuant to Title 16 of the Utah Code, does hereby adopt the following articles of incorporation.

ARTICLE INAME

The name of the corporation shall be Ensign Peak Foundation.

ARTICLE IITERM

The term of the existence of this corporation shall be perpetual, subject to dissolution as authorized by law.

ARTICLE IIIPRINCIPAL OFFICE

The address of the corporation's initial principal offices is: 80 Edgecombe Drive, Salt Lake City, Utah 84103.

ARTICLE IVPURPOSE

The corporation is organized as a publicly supported charitable organization exclusively for community improvement, charitable and educational purposes, including for such purposes

as the recognition, preservation, use and research of the Ensign Peak area of Salt Lake County. The corporation shall seek donations for charitable purposes consistent with these Articles. No part of the assets, income, net earnings or profit of the corporation shall be distributable or inure to the benefit of its contributors, members, trustees, officers, or to any private individual or person, 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 this 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 intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. The corporation shall not operate to facilitate the transaction of specific business of its Board of Trustees or promote the private interest of its Board of Trustees or engage in any activities which would constitute a regular business of a kind ordinarily carried on for profit. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c) (3) of the Internal Revenue Code of 1986 (or corresponding provisions of any future United States Internal Revenue law).

ARTICLE V

POWERS

This corporation shall have all general powers provided for such nonprofit corporations under laws of the State of Utah, and such special powers as hereinafter set forth:

1. To have perpetual succession by its corporate name unless earlier dissolution is affected under Utah law.

2. To sue and be sued, complain and defend in its corporate name.

3. To have a corporate seal which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed or affixed or in any other manner reproduced.

4. To purchase, take, receive, lease, take by gift, devise bequest, or otherwise deal in and with real or personal property, or any interest therein, wherever situated.

5. To sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets.

6. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests, in or obligations of, other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships or individuals, or direct or

indirect obligations of the United States, or of other governments, state territory, governmental district or municipality or of any instrumentality thereof.

7. To make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its property, franchise and income.

8. To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds sold, loaned, or invested.

9. To conduct its affairs, transact its business, carry on its operations, and have offices and exercise the powers granted by said act in any state, territory, district or possession of the United States, or in any foreign country.

10. To elect or appoint trustees, officers and agents of the corporation, and to define their duties and fix their compensation for services rendered, but not in contravention of the purposes of the corporation.

11. To make and alter bylaws, or resolutions, not inconsistent with these Articles of Incorporation or with the laws of this state, for the administration and regulation of the affairs of the corporation.

12. To make any charitable donation either in cash or in other assets for the public welfare, charitable, or educational purposes, which donations shall be determined expedient for the

furtherance of the purposes of the corporation, and as determined by the Board of Trustees of the corporation.

13. To indemnify any trustee or officer or former trustee or officer of the corporation against expenses actually and necessarily incurred by him in connection with the defense of any action, suit or proceeding in which he is made a party by reason of being or having been such trustee, director or officer; except in relation to matters as to which he shall be adjudged in such action, suite or proceeding to be liable for negligence or misconduct in the performance of his duty; but such indemnification shall not be deemed exclusive of any other rights to which such trustee, director, or officer may be entitled under any bylaw, agreement, vote of the governing board or members or otherwise.

14. To voluntarily dissolve and distribute its assets for one or more exempt purposes as set forth in Article IX hereof.

15. To have and exercise all powers necessary of convenient to affect any or all of the purposes for which the corporation is organized, including the right to raise funds by such means or methods as the governing board may deem advisable, not inconsistent with the law or these Articles of Incorporation or bylaws.

16. To make contacts and to perform services for fees with any person, corporate or personal, and to accept reasonable payment therefore.

17. To invest the monies of the corporation not immediately required for its purposes in or upon such investments, securities or properties as may be thought fit, subject nevertheless to such conditions (if any) as may from time to time be imposed or required by federal and state law (including tax laws), and subject also as hereinafter.

18. To pay out of the funds of the corporation, the costs, charges and expenses of and incidental to the formation of the corporation. To do all such other things as shall further the attainment of the purposes of the corporation.

ARTICLE VI

MEMBERS

This corporation is not a membership corporation.

ARTICLE VII

TRUSTEES

The corporate powers shall be exercised by a governing board which shall be known as the Board of Trustees, which shall consist of not more than seven (7) individuals. Subject to the foregoing limitation, upon any vacancy in the Board of Trustees, the replacement member(s) shall be duly appointed by the appropriate body or entity described above. The initial Board of Trustees shall consist of the below named individuals:

<u>NAME</u>	<u>ADDRESS</u>
J. Malan Heslop	80 Edgecombe Drive Salt Lake City, UT 84103

Ronald Walker

78 Edgecombe Drive
Salt Lake City, UT 84103

Kim R. Wilson

736 Northview Circle
Salt Lake City, UT 84103

ARTICLE VIII

BYLAWS

The Board of Trustees may adopt bylaws for the regulation of the internal affairs of the corporation. If bylaws are adopted, they shall not be in conflict with the Articles of Incorporation and such bylaws may be amended from time to time or released by the affirmative vote of the majority of the members of the Board of Trustees.

ARTICLE IX

DISSOLUTION

Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provisions for the payment of all liabilities of the corporation, dispose of all assets exclusively for the purposes of the corporation in such manner, or to such state and local governmental units and political subdivisions and organizations organized and operated for charitable or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue law), as

the Board of Trustees shall determine. Any such assets not so disposed shall be disposed of by a court of general jurisdiction of Salt Lake County exclusively for such purposes.

ARTICLE X

INCORPORATOR

The name and address of the incorporator of the corporation is as follows:

J. Malan Heslop
80 Edgecombe Drive
Salt Lake City, UT 84103

ARTICLE XI

AMENDMENT

These Articles of Incorporation may be amended in any particular, as provided by the laws of the state of Utah, subject only to the reservation that no amendment may be made that would change the purposes of this corporation so as to include purposes that would not be exclusively community improvement, charitable or educational within the meaning of the Internal Revenue laws of the United States or that would permit funds or property of the corporation to inure to the benefit of an individual, entity or person or private interest in the activities of this corporation beyond the powers provided in these Articles. In the event that any provision of these Articles, or any amendment herein after adopted shall be adjudged ultra-vires, or otherwise invalid, the remaining provisions, powers and conditions herein expressed

shall be deemed unaffected and in full force and effect, so far as the same may be separable.

ARTICLE XII

REGISTERED OFFICE AND AGENT

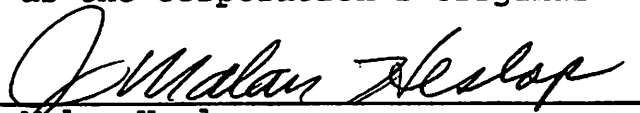
The address of the corporation's initial registered office and the name of its original registered agent at such address is as follows:

J. Malan Heslop
80 Edgecombe Drive
Salt Lake City, UT 84103

IN WITNESS WHEREOF, the undersigned hereby executes these Articles of Incorporation this 11th day of February, 1992.


J. Malan Heslop

I hereby accept appointment as the corporation's original Registered Agent.


J. Malan Heslop

STATE OF UTAH)
 : SS.
COUNTY OF SALT LAKE)

On the 11th day of February, 1992, personally appeared before me J. Malan Heslop, who being by me duly sworn, did say that he is the incorporator of Ensign Peak Foundation, that he signed the foregoing Articles of Incorporation of Ensign Peak Foundation, as incorporator and registered agent of such non-profit corporation, and that the statements therein contained are true and correct to the best of his knowledge, information and belief. In witness whereof, I hereunto set my hand this 11th day of February, 1992.

My Commission Expires:

09/05/93

Harvi Lynn Chiles
NOTARY PUBLIC
Residing at: Utah

