ARIZONA CORPORATION COMMISSION
INCORPORATING DIVISION
2222 WEST ENCANTO BLVD., SUITE 210-D
PHOENIX, ARIZONA 85009

1. CERTIFICATE OF DISCLOSURE
A.R.S. 10-128

THE UNDERSIGNED CERTIFY THAT:

A. No person serving either by election or appointment as officers, directors, trustees, incorporators and persons controlling, or holding more than 10% of the issued and outstanding common shares of 10% of any other proprietary, beneficial or membership interest in the corporation:

1. Have been convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this certificate.

2. Have been convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses, or restraining of trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this certificate.

3. Have been or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven-year period immediately preceding the execution of this certificate, where such injunction, judgment, decree or permanent order:
   (a) Involved the violation of fraud or registration provisions of the securities laws of that jurisdiction; or
   (b) Involved the violation of the consumer fraud laws of that jurisdiction; or
   (c) Involved the violation of the antitrust or restraint laws of trade laws of that jurisdiction.

B. The following persons serving either by election or appointment as officers, directors, trustees, incorporators and persons controlling, or holding more than 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation, have been or are subject to one or more of the statements listed in items 1 through 3 above:

1. NAME(S)


II. THE FOLLOWING INFORMATION ON EACH PERSON LISTED MUST ACCOMPANY THIS REPORT:

1. Full name and prior names used.
2. Full birth name.
3. Present home address.
4. Prior addresses (for immediately preceding 7-year period).
5. Date and location of birth.
6. Social security number.
7. The nature and description of each conviction or judicial action, the date and location, the court and public agency involved, and the file or cause number of the case.

DATED July 18, 1978

EXACT CORPORATE NAME: NORTHERN ARIZONA AUDUBON SOCIETY, INC.

Under penalties of law, I declare that I have examined this certificate, including any attachments, and to the best of my knowledge and belief it is true, correct and complete.

BY X ___________________________  BY X ________________

Dr. Sydney A. Hyde  L. D. Bailey

TITLE Director  TITLE Director
ARIZONA CORPORATION COMMISSION
INCORPORATING DIVISION
2222 WEST ENCANTO BLVD., SUITE 210-D
PHOENIX, ARIZONA 85009

I. CERTIFICATE OF DISCLOSURE
A.R.S. 10-132

THE UNDERSIGNED CERTIFY THAT:

A. No person serving either by election or appointment as officers, directors, trustees, incorporators and persons controlling, or holding more than 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation:

1. Have been convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven year period immediately preceding the execution of this certificate.
2. Have been convicted of a felony the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses, or restraining of trade or monopoly in any state or federal jurisdiction within the seven year period immediately preceding the execution of this certificate.
3. Have been or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven year period immediately preceding the execution of this certificate, where such injunction, judgment, decree or permanent order:
   (a) Involved the violation of fraud or registration provisions of the securities laws of that jurisdiction; or
   (b) Involved the violation of the consumer fraud laws of that jurisdiction; or
   (c) Involved the violation of the antitrust or restraint laws of trade laws of that jurisdiction.

B. The following persons serving either by election or appointment as officers, directors, trustees, incorporators and persons controlling, or holding more than 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation, have been or are subject to one or more of the statements listed in items 1 through 3 above:

1. NAME(S) ____________________________

   ____________________________

   ____________________________

   ____________________________

   ____________________________

   ____________________________

II. THE FOLLOWING INFORMATION ON EACH PERSON LISTED MUST ACCOMPANY THIS REPORT.

1. Full name and prior names used.
2. Full birth name.
3. Present home address.
4. Prior addresses (for immediately preceding 7 year period).
5. Date and location of birth.
6. Social security number.
7. The nature and description of each conviction or judicial action, the date and location, the court and public agency involved, and the file or cause number of the case.

DATED: July 18, 1978

EXACT CORPORATE NAME: NORTHERN ARIZONA AUDUBON SOCIETY, INC.

Under penalties of law, I declare that I have examined this certificate, including any attachments, and to the best of my knowledge and belief it is true, correct and complete.

BY X

Jim Bryant
Title: Director

BY X

Virginia Gilmore
Title: Director
ARIZONA CORPORATION COMMISSION
INCORPORATING DIVISION
2222 WEST ENCANTO BLVD., SUITE 210-D
PHOENIX, ARIZONA 85009

I. CERTIFICATE OF DISCLOSURE
A.R.S. 10-128

CHECK BOX "A" OR "B" WHICHEVER IS APPROPRIATE

THE UNDERSIGNED CERTIFY THAT:

A. No person serving either by election or appointment as officers, directors, trustees, incorporators and persons controlling, or holding more than 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation:
   1. Have been convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven year period immediately preceding the execution of this certificate.
   2. Have been convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses, or restraining of trade or monopoly in any state or federal jurisdiction within the seven year period immediately preceding the execution of this certificate.
   3. Have been or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven year period immediately preceding the execution of this certificate, where such injunction, judgment, decree or permanent order:
      (a) Involved the violation of fraud or registration provisions of the securities laws of that jurisdiction; or
      (b) Involved the violation of the consumer fraud laws of that jurisdiction; or
      (c) Involved the violation of the antitrust or restraint laws of trade laws of that jurisdiction.

B. The following persons serving either by election or appointment as officers, directors, trustees, incorporators and persons controlling, or holding more than 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation, have been or are subject to one or more of the statements listed in items 1 through 3 above:

I. NAME(S)

II. THE FOLLOWING INFORMATION ON EACH PERSON LISTED MUST ACCOMPANY THIS REPORT.

1. Full name and prior names used.
2. Full birth name.
3. Present home address.
4. Prior addresses (for immediately preceding 7 year period).
5. Date and location of birth.
6. Social security number.
7. The nature and description of each conviction or judicial action, the date and location, the court and public agency involved, and the file or cause number of the case.

DATED ___________ EXACT CORPORATE NAME: NORTHERN ARIZONA AUDUBON SOCIETY, INC.

Under penalties of law, I declare that I have examined this certificate, including any attachments, and to the best of my knowledge and belief it is true, correct and complete.

BY X ___________ BY X ___________

Arnold Lambert Willis Leenhouts

TITLE: Director TITLE: Director
ARIZONA CORPORATION COMMISSION
INCORPORATING DIVISION
2222 WEST ENCANTO BLVD., SUITE 210-D
PHOENIX, ARIZONA 85009

I. CERTIFICATE OF DISCLOSURE
A.R.S. 10-120

THE Undersigned CERTIFY THAT:

No person serving either by election or appointment as officers, directors, trustees, incorporators and persons controlling, or holding more than 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation

1. Have been convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven year period immediately preceding the execution of this certificate.
2. Have been convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses, or restraining trade or monopolies in any state or federal jurisdiction within the seven year period immediately preceding the execution of this certificate.
3. Have been or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven year period immediately preceding the execution of this certificate, where such injunction, judgment, decree or permanent order:
   a. Involved the violation of fraud or registration provisions of the securities laws of that jurisdiction; or
   b. Involved the violation of the consumer fraud laws of that jurisdiction; or
   c. Involved the violation of the antitrust or restraint laws of trade laws of that jurisdiction.

The following persons serving either by election or appointment as officers, directors, trustees, incorporators and persons controlling, or holding more than 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation, have been or are subject to one or more of the statements listed in items 1 through 3 above:

I. NAME(S)

II. THE FOLLOWING INFORMATION ON EACH PERSON LISTED MUST ACCOMPANY THIS REPORT.

1. Full name and prior names used.
2. Full birth name.
3. Present home address.
4. Prior addresses (for immediately preceding 7 year period).
5. Date and place of birth.
6. Social security number.
7. The nature and description of each conviction or judicial action, the date and location, the court and public agency involved, and the file or cause number of the case.

DATED July 18, 1978

EXACT CORPORATE NAME: NORTHERN ARIZONA AUDUBON SOCIETY, INC.

Under penalties of law, I declare that I have examined this certificate, including any attachments, and to the best of my knowledge and belief it is true, correct and complete.

BY [Signature] William P. Osborn
TITLE Incorporator

BY [Signature] John F. Klein
TITLE President
ARIZONA CORPORATION COMMISSION
INCORPORATING DIVISION
2222 WEST ENCANTO BLVD., SUITE 210-D
PHOENIX, ARIZONA 85009

I. CERTIFICATE OF DISCLOSURE
A.R.S. 10-128

THE UNDERSIGNED CERTIFY THAT.

☑ 1. No person serving either by election or appointment as officers, directors, trustees, incorporators and persons controlling, or holding more than 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation.

☐ 2. I have been convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven year period immediately preceding the execution of this certificate.

☐ 3. I have been convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses, or restraint of trade or monopoly in any state or federal jurisdiction within the seven year period immediately preceding the execution of this certificate.

☐ 4. I have been or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven year period immediately preceding the execution of this certificate, where such injunction, judgment, decree or permanent order:
   (a) Involved the violation of fraud or registration provisions of the securities laws of that jurisdiction;
   (b) Involved the violation of the consumer fraud laws of that jurisdiction;
   (c) Involved the violation of the antitrust or restraint laws of trade laws of that jurisdiction.

☐ 5. The following persons serving either by election or appointment as officers, directors, trustees, incorporators and persons controlling, or holding more than 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation, have been or are subject to one or more of the statements listed in Items 1 through 3 above:

☐ 6. The following information on each person listed must accompany this report.

☐ 7. Under penalties of law, I declare that I have examined this certificate, including any attachments, and to the best of my knowledge and belief it is true, correct and complete.

☐ 8. By: X

Dr. Sydney A. Ryde
Incorporator

☐ 9. By: X

Margaret R. Jekel
Incorporator

Dated: July 18, 1978

Exact Corporate Name: Northern Arizona Audubon Society, Inc.
ARTICLES OF INCORPORATION
OF
NORTHERN ARIZONA AUDUBON SOCIETY, INC.

KNOW ALL MEN BY THESE PRESENTS;

That we, the undersigned, for the purpose of forming a non-profit, tax exempt corporation under the laws of the State of Arizona, and the Internal Revenue Service Code of 1954 as amended, do hereby associate ourselves together and adopt these Articles of Incorporation.

ARTICLE I.

Name. The name of the corporation is NORTHERN ARIZONA AUDUBON SOCIETY, INC.

ARTICLE II.

Purpose. The purpose for which this corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Arizona, as they may be amended from time to time.

ARTICLE III.

Initial Business. The corporation initially intends to engage in such educational, scientific, investigative, literary, historical, philanthropic, and charitable pursuits as may be part of the stated purposes of the National Audubon Society, of which this corporation shall be a chapter.
ARTICLE IV.

**Limitation of Powers.** This corporation shall have no power or authority to conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(C)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(C)(2) of such code and regulation as they now exist or they may hereafter exist.

No substantial part of the corporation's activities shall consist of attempting to influence legislation, nor shall the corporation have the power or authority to participate in any election campaign on behalf of any candidate for public office.

ARTICLE V.

**Non-Profit Corporation.** This corporation shall be a non-profit corporation and shall have no capital stock. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to, any member, director, or officer of the corporation, or any private individual, 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 Articles II and III.
ARTICLE VI.

Members. This corporation shall be composed of members rather than shareholders. The authorized number and qualification of the members of this corporation, the different classes of members, if any, and the rights, duties, and voting privileges of each class of members, shall be as set forth in the bylaws.

ARTICLE VII.

Statutory Agent. The name and address of the initial statutory agent of the corporation is Willis R. Leenhouts, F. O. Box 946, Sedona, Arizona 86336.

ARTICLE VIII.

Known Place of Business. The known place of business of the corporation shall be P. O. Box 946, Sedona, Arizona 86336.

ARTICLE IX.

Board of Directors. The election for the initial board of directors was held on the 19th day of April, 1978, at Sedona, Arizona. The names and addresses of the directors so elected, who shall serve until their successors shall be elected and qualified, are as follows:
Dr. Sydney A. Hyde  
1754 Wild Stallion Trail  
Verde Village  
Cottonwood, AZ 86326

L. D. (Bob) Bailey  
Camp Verde Estates  
Camp Verde, AZ 86325

Jim Bryant  
Star Rte #1, Box 43  
Sedona, AZ 86336

Virginia Gilmore  
P. O. Box 1083  
Sedona, AZ 86336

Arnold Lambert  
P. O. Box 391  
Sedona, AZ 86336

Willis Leenhouts  
P. O. Box 946  
Sedona, AZ 86336

ARTICLE X.

Number of Directors. The number of persons to serve on the board of directors shall be fixed by the bylaws.

ARTICLE XI.

Management. The business and affairs of the corporation shall be managed by the board of directors.

ARTICLE XII.

Directors' and Officers' Compensation. The officers and directors of the corporation shall serve without pay,
except that they may be reimbursed for actual expenses involved in executing their duties. Managerial, clerical and professional services may be obtained as determined by the directors at such times the scope of the business of the corporation requires.

ARTICLE XIII.

Vacancies In Board of Directors. No director who has submitted his or her resignation from the board of directors effective at a future time shall be permitted to vote upon the filling of any vacancy or vacancies on the board of directors, including the vacancy to be created by his or her resignation.

ARTICLE XIV.

Incorporators. The incorporators of the corporation are:

Dr. Sydney A. Hyde
1754 Wild Stallion Trail
Cornville, Arizona 85325

Margaret R. Jekel
Page Springs Road
Cornville, Arizona 86325

Will Osborn
P. O. Box 708
Sedona, Arizona 86336

All powers, duties and responsibilities of the incorporators shall cease at the time of delivery of these articles of incorporation to the Arizona Corporation Commission for filing, or
immediately following adoption of the initial bylaws of the corporation.

ARTICLE XV.

Indemnification of Officers, Directors, Employees, and Agents. The corporation shall indemnify any person who incurs expenses by reason of the fact he or she is or was an officer, director, employee, or agent of the corporation. This indemnification shall be mandatory in all circumstances in which indemnification is permitted by law.

ARTICLE XVI.

Dissolution. Upon the dissolution of the corporation, the board of directors shall, after paying or making provision for payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3), of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue Law, as the board of directors shall determine. Any such assets not disposed of shall be disposed of by the Superior Court of Arizona in the county in which the
principal office is then located, exclusively for such purposes, or to such organization or organizations as said court shall determine, which are organized and operated for such purposes.

IN WITNESS WHEREOF, we have hereunto set our hands this 13th day of April, 1978.

[Signatures]

Dr. Sydney A. Hyde
1754 Wild Stallion Trail
Cornville, Arizona 85253

Margaret R. Jekel
Page Springs Road
Cornville, Arizona 86325

Will Osborn
P. O. Box 708
Sedona, Arizona 86336

STATE OF ARIZONA } ss.
County of Maricopa }

On this, the 13th day of April, 1978, before me, the undersigned officer, personally appeared DR. SYDNEY A. HYDE, known to me to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same for the purpose therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

My Commission Expires: 1981

Notary Public
STATE OF ARIZONA )
) ss.
County of Maricopa )

On this, the \( \underline{\text{1st}} \) day of \( \underline{\text{April}} \), 1978,
before me, the undersigned officer, personally appeared
MARGARET R. JEKEL, known to me to be the person whose name
is subscribed to the within instrument and acknowledged that
she executed the same for the purpose therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official
seal.

My Commission Expires: ____________________________
__________________________
Notary Public

My Commission Expires: ____________________________
__________________________
Notary Public

STATE OF ARIZONA )
) ss.
County of Maricopa )

On this, the \( \underline{\text{15th}} \) day of \( \underline{\text{April}} \), 1978,
before me, the undersigned officer, personally appeared
WILL OSBORN, known to me to be the person whose name is sub-
scribed to the within instrument and acknowledged that he
executed the same for the purpose therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and
official seal.

My Commission Expires: ____________________________
__________________________
Notary Public
Mail

AUG 28 1978
At 11:35 Am
At request of
Law Offices of Louis Guzek
Address: 4323 N. Brown Ave. #E
Scottsdale, AZ 85251
by Peggy Johnson
Q.C. Anderson, Jr.

117621
ARIZONA CORPORATION COMMISSION
INCORPORATING DIVISION
FILED

AUG 24 1973
RECEIVED

DOCUMENTS ARE SUBJECT TO REVIEW BEFORE FILING.

File #81008

Per Carol at Law Offices of Louis Guzek;
Phone conversation 8/28/78
Confirmed 8/29/78.