

# ARTICLES OF INCORPORATION

OF

## Utah Chapter of National Association of Property Managers, Inc

We, the undersigned natural persons all being of the age of eighteen years or more, 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 Utah Chapter of National Association of Property Managers, Inc

### Article II DURATION

The period of duration of this corporation is perpetual.

### Article III PURPOSE

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(6) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(6) of the Internal Revenue Code.

This corporation is a nonprofit MUTUAL BENEFIT CORPORATION organized under the Nonprofit Mutual Benefit Corporation Law. The purpose of this corporation is to engage in any lawful act or activity, other than credit union business, for which a corporation may be organized under such law.

The Corporation is organized and shall be operated on a not-for-profit basis and exclusively as a business league within the meaning of Section 501 (c) (6) of the Internal Revenue Code (or the corresponding provisions of any future United States federal tax law). The specific purposes of this corporation are to promote a standard of business ethics, professionalism and fair practices among its members. Establish and promote education of its members. Provide and promote an exchange of ideas regarding residential property management. Educate and promote legislative initiative in the Utah.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in,

or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 these articles.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(6) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### **Article IV MEMBERS/STOCK**

The Corporation shall have seven classes of voting members. The designation of each class, manner of election or appointment, qualifications and rights of the members of each class and any provisions for termination or forfeiture of membership shall be set forth in the By-Laws.

The corporation will issue shares as follows:

Type	Number of Shares
Common	None

#### **Article V BY-LAWS**

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

**Article IX**  
**PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this Corporation shall be 10813 S. Riverfront Parkway, Suite 125, South Jordan, Utah 84095. 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.

**Article X**  
**DISTRIBUTIONS**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its trustees, officers, or other private persons, 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 Article III hereof.

**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)(6) of the Internal Revenue Code, 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 principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**Article VI  
DIRECTORS**

The number of directors of this Corporation shall be three (3), or more than three, as fixed from time to time by the By-Laws of the Corporation. The number of directors constituting the present Board of Directors of the Corporation is three, and the names and addresses of the persons who are to serve as directors until their successors are elected and shall qualify are:

Chad Collin                    10813 S. Riverfront Parkway, Suite 125, South Jordan, Utah 84095

Jordan Maddocks            10813 S. Riverfront Parkway, Suite 125, South Jordan, Utah 84095

Tiffany Sleater              10813 S. Riverfront Parkway, Suite 125, South Jordan, Utah 84095

**Article VII  
INCORPORATORS**

The names and addresses of the incorporators are:

Chad Collin                    10813 S. Riverfront Parkway, Suite 125, South Jordan, Utah 84095

Jordan Maddocks            10813 S. Riverfront Parkway, Suite 125, South Jordan, Utah 84095

Tiffany Sleater              10813 S. Riverfront Parkway, Suite 125, South Jordan, Utah 84095

**Article VIII  
REGISTERED OFFICE AND AGENT**

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

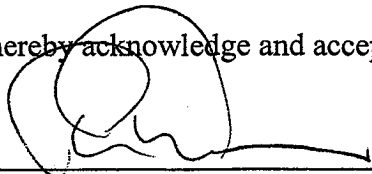
10813 S. Riverfront Parkway, Suite 125, South Jordan, Utah 84095

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

The corporations initial registered agent at such address shall be:

Jordan Maddocks


I hereby acknowledge and accept appointment as corporate registered agent:

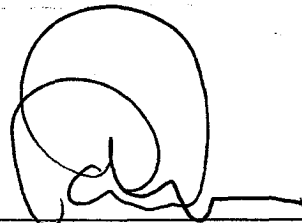


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Signature of Jordan Maddocks

In Witness Whereof, We, Chad Collin, Jordan Maddocks, and Tiffany Sleater, have executed these Articles of Incorporation in duplicate this 12 day of July, 2011, 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 matters herein alleged upon information and belief and as to those matters they believe to be true.

  
\_\_\_\_\_  
Chad Collin

  
\_\_\_\_\_  
Jordan Maddocks

  
\_\_\_\_\_  
Tiffany Sleater