

Articles of Incorporation for WEAVEL, INC.

• REVISED •

KNOWN BY ALL PERSONS PRESENT:

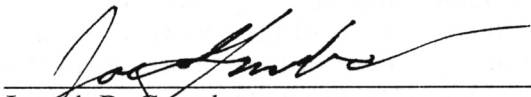
That we, the undersigned have this day associated ourselves together for the purpose of forming a nonprofit corporation under and pursuant to the laws of the State of Arizona and for that purpose do hereby adopt these Articles of Incorporation.

ARTICLE I

The name of the corporation shall be WEAVEL, INC.

ARTICLE II

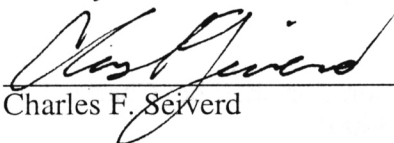
The names of the incorporators are:



Joseph R. Grumbo



Kelly L. Mall



Charles F. Seiverd

The corporate address shall be: 212 South Beaver Street Suite A, Flagstaff, Arizona 86001.

ARTICLE III

The purpose of this corporation shall be to produce and present original works of literature (fiction and nonfiction), photography, art, cinema, and scientific study for the educational benefit of the community. In collaboration with public and private entities, the charitable corporation plans to creatively effect and enhance lives.

AMENDMENT A: The organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501c3 of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE IV

The character of affairs of the corporation shall be: through the use of grants, private donations, and solicitation of sponsors for projects, the corporation hopes to meet operating, equipment, and labor expenditures. Sales of the final products from collaboration with aforementioned entities will be offered to the general public and revenues will strictly be used to further future creative and educational projects.

ARTICLE V

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, 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 Articles IV. No substantial part of the activities of the corporation shall be to

influence legislation nor intervene in any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

AMENDMENT B: Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted by 1) an organization exempt from federal income tax under section 501c3 of the Internal Revenue Code, or corresponding section of any future federal tax code or 2) by an organization, contributions to which are deductible under section 170c2 of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE VI

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501c3 of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a Court of the Common Pleas of 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 exclusively for such purposes.

ARTICLE VII

The power of indemnification under the Arizona Revised Statutes may be limited by the bylaws.

ARTICLE VIII

The name and address of the initial statutory agent of this corporation shall be: Charles F. Seiverd, 212 South Beaver Street Suite A, Flagstaff, Arizona 86001.

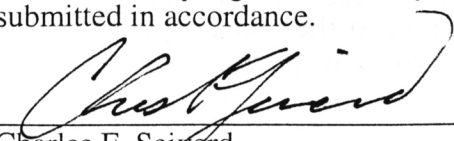
ARTICLE IX

There shall be no less than three (3) Directors. The names of the persons who are to serve as Directors until the first annual meeting of the Directors or until their successors are elected and qualified are: Joseph R. Grumbo, Literary Director; Kelly L. Mall, Visual Director; Patricia H. Rose, Financial Director; Laura Lee Geil, Human Resources Director; Greg Wilson, Public Relations Director; Dena Johnson, Curatory Director; Joseph G. LeTarte, Structural Director; Dean T. Clark, Musical Director; Dr. Martha S. Clark, Psychological Director; Leonard Harris, Photography Director; Kirk J. O'Hara, Social Director; Charles F. Seiverd, Executive Director.

ARTICLE X

The corporation shall not practice or permit discrimination on the basis of sex, age, race, national origin, religion, or physical handicap or disability.

Dated this 1st Day of November, 2000. I, Charles F. Seiverd, having been designated to act as Statutory Agent, do hereby consent to that capacity until removed or resignation is submitted in accordance.



Charles F. Seiverd
Statutory Agent
Executive Director

11.01.00

