

11/29/2007 10:02 FAX

002/008

**ARTICLES OF INCORPORATION  
OF  
VISTA AT ENTRADA SCHOOL OF  
PERFORMING ARTS AND TECHNOLOGY**

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 VISTA AT ENTRADA, INC.

**ARTICLE II.  
DURATION**

The period of duration of this Corporation is perpetual.

**ARTICLE III.  
PURPOSE**

(a) To act and operate exclusively as a nonprofit corporation pursuant to the laws of the State of Utah and to...

State of Utah  
Department of Commerce  
Division of Corporations and Commercial Code  
I hereby certify that the foregoing has been filed  
And approved on this 29th day of Nov, 2007  
In the office of this Division and hereby issued  
this Certificate thereof.

Examiner KST Date 12/5/07



Kathy Berg  
Kathy Berg  
Division Director

11-29-07

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OF  
VISTA AT ENTRADA SCHOOL OF  
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**ARTICLE I.  
NAME**

The name of the Corporation is VISTA AT ENTRADA, INC.

**ARTICLE II.  
DURATION**

The period of duration of this Corporation is perpetual.

**ARTICLE III.  
PURPOSE**

- (a) To act and operate exclusively as a nonprofit corporation pursuant to the laws of the State of Utah, and to act and operate as an educational and charitable organization within the meaning of Section 501(c)(3) of the Internal Revenue Code. The specific purpose of the nonprofit corporation is to manage, operate, guide, direct and promote VISTA AT ENTRADA SCHOOL OF PERFORMING ARTS AND TECHNOLOGY and such other educational activities as the Board of Directors may define from time to time.
- (b) To engage in any and all activities and pursuits, and to support or assist such other organizations, as may be reasonably related to the foregoing and following purposes.
- (c) To 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 and are consistent with those powers described in the Utah Nonprofit Corporation and Cooperation Association Act, as amended and supplemented.
- (d) To solicit and receive contributions, purchase, own and sell real and personal property, to make contracts, to invest corporate funds, to spend corporate funds for corporate purposes, and to engage in any activity "in furtherance of, incidental to, or connected with any of the other purposes."
- (e) 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;

(f) 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 except as authorized under the Internal Revenue Code of 1954, as amended;

(g) The Corporation shall not carry on any other activities not permitted to be carried on 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).

#### **ARTICLE IV. MEMBERS/STOCK**

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

#### **ARTICLE V. BYLAWS**

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws.

#### **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 Bylaws of the Corporation. The number of directors constituting the present Board of Directors of the Corporation is five (5), and the names and addresses of the persons who are to serve as directors until their successors are elected and shall qualify are:

David Moss  
1964 East Hawk Circle  
Sandy, Utah 84092

Jan Broberg  
2285 Arrowhead Circle  
Santa Clara, Utah 84765

Anna Marie Smith  
2506 Parkway Circle  
Santa Clara, Utah 84765

Susan Broberg  
216 W. St. George Blvd. Ste D1  
St. George, Utah 84770

**ARTICLE X.  
PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this Corporation shall be St. George, Utah. 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 Directors shall determine.

**ARTICLE XI.  
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. 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, 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 Section 501(c)(3) of the Internal Revenue Code, as amended or supplemented, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, as amended or supplemented.

**ARTICLE XII.  
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, 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.

*[THE REMAINDER OF THIS PAGE IS INTENTIONALLY LEFT BLANK]*

**ARTICLE VII.  
INCORPORATORS**

The names and addresses of the incorporators are:

David Moss  
1964 East Hawk Circle  
Sandy, Utah 84092

Anna Marie Smith  
2506 Parkway Circle  
Santa Clara, Utah 84765

Jan Broberg  
2285 Arrowhead Circle  
Santa Clara, Utah 84765

Susan Broberg  
216 W. St. George Blvd. Ste D1  
St. George, Utah 84770

**ARTICLE VIII.  
VOTING MEMBERS**

The Corporation will not have voting members.

**ARTICLE IX.  
REGISTERED OFFICE AND AGENT**

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

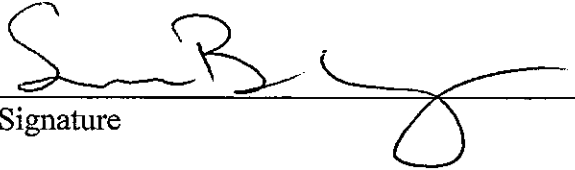
216 W. St. George Blvd. Suite D1  
St. George, UT 84770

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

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

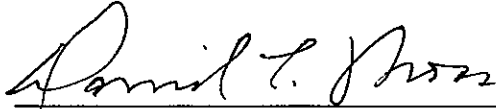
Susan Broberg

I hereby acknowledge and accept appointment as corporate registered agent:

  
Signature

IN WITNESS WHEREOF, We, David Moss, Jan Broberg, Susan Broberg and Anna Marie Smith, have executed these Articles of Incorporation this 29<sup>th</sup> day of November, 2007, and say:

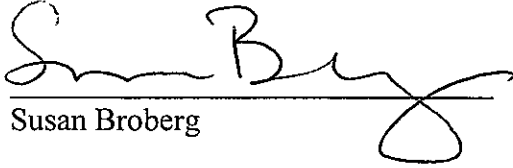
That we are all incorporators herein; that we have read the above and foregoing Articles of Incorporation; know the contents thereof and that the same is true to the best of our knowledge and belief, excepting as to matters herein alleged upon information and belief and as to those matters we believe to be true.



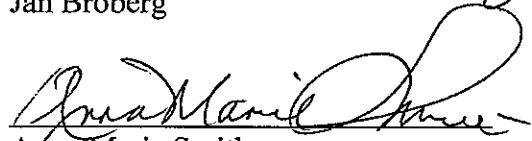
David Moss



Jan Broberg



Susan Broberg



Anna Marie Smith