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

ARTICLES OF INCORPORATION

I hereby certify that the foregoing has been filed and approved on the 14th day of AUG 1993 in the office of this Division and hereby issue this Certificate thereof.

OF

1993 AUG -6 AM 10:00

Examiner J. Smullen Date 8.16.93

DAYS OF THE OLD WEST



Karla S. Woods  
KARLA T. WOODS  
Division Director

We, the undersigned natural persons comprising the Board of Millard County Commission, being of legal age, acting as incorporators of a non-profit corporation under the non-profit law of the State of Utah, do hereby make, subscribe, acknowledge and adopt the following Articles of Incorporation for such non-profit corporation and do hereby associate ourselves together for the purposes stated herein:

1. NAME AND LOCATION. The name of the corporation shall be DAYS OF THE OLD WEST. The principle office of said corporation shall be 60 South Main, P.O. Box 226, Fillmore, Utah 84631.

2. PERIOD OF DURATION. The period of its duration is PERPETUAL.

3. NON-PROFIT PURPOSE. The corporation is organized and formed exclusively for the following non-profit purposes:

A. To develop, promote, and produce a rodeo or related activity on an annual basis, or as often as determined by the acting Trustees, in the Millard County, Utah, area, to provide recreation and entertainment for the citizens of Millard County and public at large.

B. To do whatever necessary to accomplish said purposes and engage in any lawful act or activity for which a non-profit corporation may be organized.

C. This non-profit corporation is not organized for a pecuniary profit. It

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shall not have any power to issue certificates of stock or declare dividends, and 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 to or for the corporation in carrying out one or more of its purposes. The balance, if any, of all money received by the corporation from its operations, after the payment in full of all debts and obligations of the corporation of whatever kind or nature shall be used and distributed exclusively for charitable, scientific, educational and community development purposes.

4. MEMBERSHIP - STOCK. This corporation shall not have members nor shall it issue shares of stock nor shall dividends or pecuniary profits be declared or paid other than as above provided.

5. LIMITATION OF LIABILITY. The private property of the Trustees of this corporation shall not be liable for its corporate debts and said Trustees shall be under no obligation to the creditors, if any, of the non-profit corporation.

6. TRUSTEES. The Board of Trustees shall consist of the three member Board of Millard County Commission. The names and addresses of the persons incorporating this non-profit corporation and who shall be the initial Board of Directors are as follows:

<u>NAME</u>	<u>STREET ADDRESS</u>
C. Frank Baker	1209 East 2000 South Delta, Utah 84624
Lana R. Moon	560 East 4500 South Delta, Utah 84624

Tony Dearden

55 South 100 East  
Fillmore, Utah 84631

7. INCORPORATORS. The names and addresses of the persons incorporating this non-profit corporation are as follows:

<u>NAME</u>	<u>STREET ADDRESS</u>
C. Frank Baker	1209 East 2000 South Delta, Utah 84624
Lana R. Moon	560 East 4500 South Delta, Utah 84624
Tony Dearden	55 South 100 East Fillmore, Utah 84631

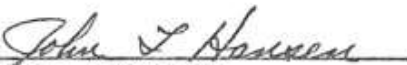
8. REGISTERED AGENT. The name and street address of the registered agent of this non-profit corporation is as follows:

John L. Hansen

60 South Main  
Fillmore, Utah 84631

IN WITNESS WHEREOF, we have made, subscribed, acknowledge and adopted these Articles of Incorporation this 12th day of July, 1993.

REGISTERED AGENT:

  
JOHN L. HANSEN  
60 South Main  
Fillmore, Utah 84631

  
C. FRANK BAKER - Incorporator

  
LANA R. MOON - Incorporator

  
TONY DEARDEN - Incorporator

STATE OF UTAH )  
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COUNTY OF MILLARD )

On the 12th day of July, 1993, personally appeared before me C. FRANK BAKER, LANA R. MOON, TONY DEARDEN, and JOHN L. HANSEN, who, each being by me first duly sworn, did declare that they are the persons who signed the foregoing document as Incorporators and Registered Agent and that the statements therein contained are true.



*[Handwritten Signature]*  
Notary Public  
My Commission Expires 3-20-97