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Utah Div. Of Corp. & Comm. Code



03-26-08P04:01 RCVD

ARTICLES OF INCORPORATION

OF

COLLABORATIVE FAMILY LAW OF UTAH

The undersigned persons of the age of eighteen (18) years or more, acting as incorporators of a corporation under the Utah Revised Nonprofit Corporation Act, adopt the following Articles of Incorporation for such corporation:

**ARTICLE I**

Name

The name of the Corporation is Collaborative Family Law of Utah (the "Corporation").

**ARTICLE II**

Duration of the Corporation

The period of the duration of the Corporation is perpetual.

**ARTICLE III**

Previous Corporation

The group was previously organized and registered with the Utah Division of Corporations on November 14, 2000, as Collaborative Family Lawyers of Utah, and was later dissolved.

**ARTICLE IV**

Purpose

The general purposes and objectives for which the Corporation is organized as a nonprofit corporation are as follows: (i) to develop and promote the collaborative process as a means to resolve family law disputes among clients; (ii) to educate and train professionals regarding the

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collaborative family law process; and (iii) to educate the public about the collaborative family law process.

## **ARTICLE V**

### **Powers**

The Corporation shall have all powers, rights and privileges as allowed and provided for under the Utah Revised Nonprofit Corporation Act.

## **ARTICLE VI**

### **Members**

The Corporation shall have one class of voting members. The designation of the class of members, the qualifications for appointment as a member, the rights of a member, and any provisions for termination for forfeiture of membership shall be set forth in the bylaws of the Corporation. Members shall not be individually or personally liable for the debts or obligations of the Corporation.

## **ARTICLE VII**

### **Issuance of Shares**

The Corporation shall not issue shares of stock.

## **ARTICLE VIII**

### **Directors**

The number of directors of the Corporation shall be not less than three. The initial directors of the Corporation shall be:

Brian R. Florence  
1943 East 6200 South  
Ogden, Utah 84403

Russell Y. Minas  
1945 South 1100 East, Suite 200  
Salt Lake City, Utah 84152

Ellen M. Maycock  
136 East South Temple, 21<sup>st</sup> Floor  
Salt Lake City, Utah 84145

Sally B. McMinimee  
175 East 400 South, Suite 900  
Salt Lake City, Utah 84111

Bryant J. McConkie  
3 Triad Center, Suite 500  
Salt Lake City, Utah 84180

The bylaws shall set the number of directors, the manner of election or appointment, their term of office, and division into classes, if any, and the procedure for their removal.

## **ARTICLE IX**

### **Bylaws**

The directors of the Corporation shall adopt bylaws which are not inconsistent with law or these Articles of Incorporation for the regulation and management of the affairs of the Corporation.

## **ARTICLE X**

### **Principal Office and Agent**

The address of the Corporation's initial principal office and the name of its initial registered agent at such address is:

Brian R. Florence  
1943 East 6200 South  
Ogden, Utah 84403

## **ARTICLE XI**

### **Incorporators**

The name and address of each incorporator is:

Brian R. Florence  
1943 East 6200 South  
Ogden, Utah 84403

Russell Y. Minas  
1945 South 1100 East, Suite 200  
Salt Lake City, Utah 84152

Ellen M. Maycock  
136 East South Temple, 21<sup>st</sup> Floor  
Salt Lake City, Utah 84145

Sally B. McMinimee  
175 East 400 South, Suite 900  
Salt Lake City, Utah 84111

Bryant J. McConkie  
3 Triad Center, Suite 500  
Salt Lake City, Utah 84180

## **ARTICLE XII**

### **Indemnification**

The Corporation shall indemnify the directors and officers from liability except as such elimination of liability and indemnification may be prohibited by law.

## **ARTICLE XIII**

### **Amendment of Articles of Incorporation**

These Articles of Incorporation may be amended consistent with the provisions of the Utah Revised Nonprofit Corporation Act.

## **ARTICLE XIV**

The Corporation is organized exclusively for charitable, religious, educational or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

## **ARTICLE XV**

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 Article XIII 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

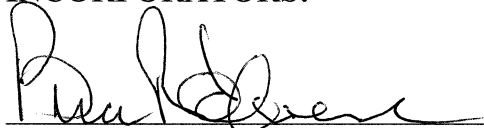
participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code or, (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

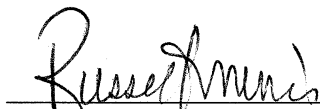
### ARTICLE XVI

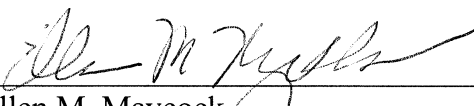
Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not 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.

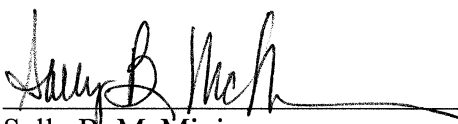
**DATED** this 24<sup>th</sup> day of March, 2008, with the undersigned acknowledging and declaring that the statements are true under penalties of perjury.

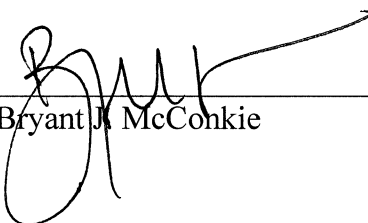
#### INCORPORATORS:

  
\_\_\_\_\_  
Brian R. Florence

  
\_\_\_\_\_  
Russell Y. Minas

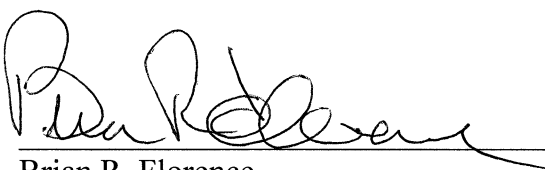
  
Ellen M. Maycock

  
Sally B. McMinimee

  
Bryant J. McConkie

I hereby accept my appointment as registered agent of the Corporation.

**DATED** this 24<sup>th</sup> day of March, 2008.

  
Brian R. Florence