

Cost 173953

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

I hereby certify that the foregoing has been filed
and approved on this 28th day of February 1995
in the office of this Division and hereby issue
this Certificate thereof.

Director



Karla S. Woods
KARLA T. WOODS
Division Director

2/28/95

ARTICLES OF INCORPORATION

OF

UTAH ORACLE USERS GROUP

RECEIVED
FEB 28 1995
DIVISION OF CORPORATIONS
STATE OF UTAH

The undersigned incorporator hereby establishes a nonprofit corporation pursuant to the Utah Nonprofit Corporation and Co-operative Association Act and adopts the following articles of incorporation:

Article I

Name

The name of the corporation is Utah Oracle Users Group.

Article II

Duration

The corporation shall have a perpetual existence.

Article III

Purpose

The corporation is organized as a nonprofit corporation. The specific purposes and objectives of the corporation shall include but not be limited to creating an industrial association for the advancement of interests related to the use of Oracle computer software.

(a) Powers. In furtherance of the foregoing purposes and objectives (but not otherwise) and subject to the restrictions set forth in section (b) of this article, the corporation shall have and may exercise all of the powers now or hereafter conferred upon non-profit corporations organized under the laws of Utah and may do everything necessary or convenient for the accomplishment of any of the corporate purposes, either alone or in connection with other organizations, entities or individuals, and either as principal or agent, subject to such limitations as are or may be prescribed by law.

(b) Restrictions On Powers. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to any trustee, officer or member of the corporation, or any other individual (except that reasonable compensation may be paid for services rendered to or for the benefit of the corporation affecting one or more of its purposes), and no trustee, officer or member of the corporation, or any other individual, shall be entitled to share in any distribution of the corporation assets on dissolution of the corporation or otherwise.

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Article IV
Members

The corporation shall have such classes of members as may from time to time be prescribed by its bylaws. The designation of each class and the manner of election or appointment, qualifications, tenure, terms of membership, rights, powers, privileges and immunities shall be as from time to time stated in the bylaws.

Article V
Board of Trustees

The management of the affairs of the corporation shall be vested in a Board of Trustees, except as otherwise provided in the Utah Nonprofit Corporation and Co-operative Association Act, these articles of incorporation or the bylaws of the corporation. The number of trustees, their classifications, if any, their terms of office and the manner of their election or appointment shall be determined according to the bylaws of the corporation from time to time in force. Seven trustees shall constitute the initial Board of Trustees. Their names and addresses are as follows:

<u>Name</u>	<u>Address</u>
Mark R. Stevens	1104 Country Hills Drive Ogden, Utah 84403
Steven K. Snow	180 E. First South P.O. Box 45433 Salt Lake City, Utah 84145
Nolan Adams	8943 S. Damascus Way West Jordan, Utah 84088
Bob Phoenix	5800 S. 1185 East Salt Lake City, Utah 84121
Robert G. Higgins	1603 Waters Lane Sandy, Utah 84093
Scott Hughes	2920 Van Buren Ogden, Utah 84403
Tim Hammer	5840 S. 3960 West Kearns, Utah 84118

Article VI
Bylaws

The initial bylaws of the corporation shall be as adopted by the Board of Trustees. Such board shall have power to alter, amend or repeal the bylaws from time to time in force and adopt new bylaws. Such bylaws may contain any provisions for the regulation or management of the affairs of the corporation which are not inconsistent with law or these articles of incorporation, as the same may from time to time be amended. However, no bylaw at any time in effect, and no amendment of these articles, shall have the effect of giving any trustee or officer of this corporation any proprietary interest in the corporation's property or assets, whether during the term of the corporation's existence or as an incident to its dissolution.

Article VII
Incorporator

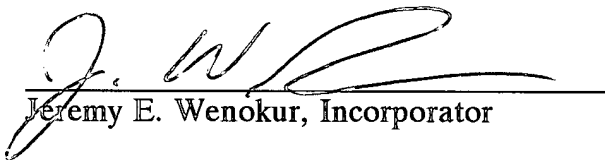
The name and address of the incorporator is:

Jeremy E. Wenokur
201 South Main, Suite 1800
Salt Lake City, Utah 84111

Article VIII
Initial Principal Office


The address of the initial principal office of the corporation is P.O. Box 11082 in Salt Lake City, Utah 84147. The name of the initial registered agent at such address is Robert G. Higgins. *at 1603 Waters Lane, Sandy UT 84093 (as per JW)*

Dated: February 24, 1995.



Jeremy E. Wenokur, Incorporator

Robert G. Higgins hereby accepts his appointment as registered agent of Utah Oracle Users Group.


Robert G. Higgins