

COPY

Nonprofit Association
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ARTICLES OF INCORPORATION
OF
SOUTHWESTERN ASSOCIATION FOR INDIAN ARTS, INC.

The undersigned acting as incorporator of a nonprofit corporation under the New Mexico Nonprofit Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

The name of the Association is **Southwestern Association for Indian Arts, Inc.**

ARTICLE II

The purposes of the Association are as follows:

(1) The mission of the Southwestern Association for Indian Arts, Inc. ("SWAIA") is to develop, sponsor, and promote the Santa Fe Indian Market and other educational programs and events that encourage cultural preservation, intercultural understanding and economic opportunities for American Indians through excellence in the arts with emphasis on Indians in the Southwest; and to engage in all lawful activities necessary, desirable or incident thereto; and

(2) To hold and exercise all of the powers conferred by law upon nonprofit Associations organized under the laws of the State of New Mexico; and in general to carry on any lawful activity and perform any lawful act permitted by the laws of the State of New Mexico.

ARTICLE III

The period of duration of the corporate existence of the Association is to be perpetual.

ARTICLE IV

The name of the Association's registered agent is Barbara Walzer, and the street address of its registered office in New Mexico is 125 East Palace Avenue, Suite 65, Santa Fe, New Mexico 87501.

ARTICLE V

The name and address of the incorporator is: Jane Clow, P. O. Box 787, Santa Fe, New Mexico 87501.

ARTICLE VI

The number of directors constituting the Board of Directors as of the date of this Amended and Restated Articles of Incorporation is fourteen (14) and the name and address of each such Director is:

Stuart Ashman	125 E. Palace Ave., Suite 65	Santa Fe, NM 87501
Rosalie "Lisa" Chavez	125 E. Palace Ave., Suite 65	Santa Fe, NM 87501
Janet Clow	125 E. Palace Ave., Suite 65	Santa Fe, NM 87501
Arthur Cruz	125 E. Palace Ave., Suite 65	Santa Fe, NM 87501
Upton "Uppie" Ethelbah, Jr.	125 E. Palace Ave., Suite 65	Santa Fe, NM 87501
Cliff Fragua	125 E. Palace Ave., Suite 65	Santa Fe, NM 87501
Kenneth Johnson	125 E. Palace Ave., Suite 65	Santa Fe, NM 87501
Marcia Keegan	125 E. Palace Ave., Suite 65	Santa Fe, NM 87501
Joel McHorse	125 E. Palace Ave., Suite 65	Santa Fe, NM 87501
Lara Morrow	125 E. Palace Ave., Suite 65	Santa Fe, NM 87501
Stella Naranjo	125 E. Palace Ave., Suite 65	Santa Fe, NM 87501
Cassandra Prokopiou	125 E. Palace Ave., Suite 65	Santa Fe, NM 87501
James Rivera	125 E. Palace Ave., Suite 65	Santa Fe, NM 87501
Rena Oyenque Salazar	125 E. Palace Ave., Suite 65	Santa Fe, NM 87501

Each of the foregoing shall serve until his or her successor is duly elected and qualified.

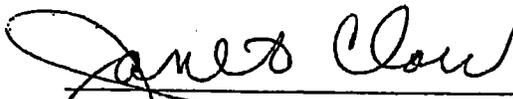
ARTICLE VII

The Association shall have no capital stock and no shares of stock shall be issued by the Association to its members. Membership in the Association shall be represented by a Membership Certificate. All persons who desire to participate in the Association may become members of the Association upon compliance with the rules and regulations of the Association as prescribed by the Board of Directors and upon payment of the prescribed membership fee.

ARTICLE VIII

These Articles may be amended, altered or repealed and new Articles may be adopted by a majority of Directors present at any meeting at which a quorum is present, if at least fourteen (14) days written notice is given of intention to amend, alter, repeal or to adopt new Articles at such meeting. Bylaws may be amended, altered or repealed and new Bylaws may be adopted by a majority of Directors present at any meeting at which a quorum is present, if at least fourteen (14) days written notice is given of intention to amend, alter, repeal or to adopt new Bylaws at such meeting.

Dated this 26th day of June, 2001.



Janet Clow, Incorporator

STATE OF NEW MEXICO)

:SS.

COUNTY OF SANTA FE)

The foregoing instrument was acknowledged before me on June 26, 2001, by Janet Clow.





Notary Public

My commission expires: 2-14-2005

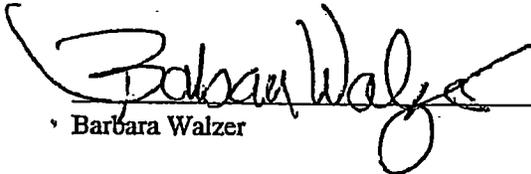
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**Affidavit of Acceptance of Appointment
by Designated Initial Registered Agent**

To the Public Regulation Commission
State of New Mexico

State of New Mexico)
)ss:
County of Santa Fe)

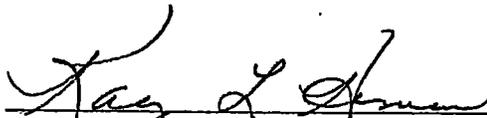
On this 1st day of June, 2001, Barbara Walzer, 125 East Palace Avenue, Suite 65, Santa Fe, New Mexico 87501, who, being duly sworn, acknowledges that she does hereby accept her appointment as the Registered Agent of Southwestern Association for Indian Arts, Inc., the corporation which is incorporated under Public Regulation Commission Corporation Number 0255869 and is named in the annexed Amended and Restated Articles of Incorporation, pursuant to the provisions of the Non-Profit Corporation Act of the State of New Mexico.



Barbara Walzer

Subscribed and sworn to before me on the day, month, and year first above set forth





Notary Public
Commission Expires: February 14, 2005

NOTE: *If the Agent is a Corporation then the President or Vice President of the Corporation must execute the affidavit.*

