

TIMPANOGOS *chorale*

Timpanogos Chorale of Utah, Inc.

A Utah Non-profit Corporation

AMENDED ARTICLES OF INCORPORATION

We, the undersigned natural persons all being of the age of eighteen years or more, acting as incorporators under the Utah Revised Nonprofit Corporation Act, adopt the following Articles of Incorporation for such Corporation:

ARTICLE I NAME

1.01 Name

The name of this corporation shall be Timpanogos Chorale of Utah, Inc. The business of the corporation may be conducted as Timpanogos Chorale of Utah, Inc. or as Timpanogos Chorale.

ARTICLE II DURATION

2.01 Duration

The period of duration of the corporation is perpetual.

ARTICLE III PURPOSE

3.01 Purpose

Timpanogos Chorale of Utah, Inc. is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

Our purpose is to serve our communities by creating chorale performance opportunities where the audience may experience beautiful, fun, and inspiring choral music from diverse cultures and genres. In preparation for the chorale performance opportunities we provide an encouraging environment for individual and group education and participation in musical choral training for the chorale members of Timpanogos Chorale of Utah, Inc..

We also intend 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.

3.02 Non-Profit

Timpanogo Chorale of Utah, Inc. is designated as a non-profit corporation.

ARTICLE IV NON-PROFIT NATURE

4.01 Non-profit Nature

Timpanogo Chorale of Utah, Inc. is organized exclusively for charitable and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. No part of the net earnings of Timpanogo Chorale of Utah, Inc. shall inure to the benefit of, or be distributable to its members, 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 the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, 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.

Timpanogo Chorale of Utah, Inc. is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of Timpanogo Chorale of Utah, Inc. of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

4.03 Dissolution

Upon termination or dissolution of the Timpanogo Chorale of Utah, Inc., any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the Timpanogo Chorale of Utah, Inc. hereunder shall be selected by the discretion of a majority of the managing body of the Timpanogo Chorale of Utah, Inc. and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Timpanogo Chorale of Utah, Inc. by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Utah.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Utah to be added to the general fund.

4.04 Prohibited Distributions

No part of the net earnings or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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, Section 3.01.

4.05 Restricted Activities

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

4.06 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE V **BOARD OF DIRECTORS**

5.01 Governance

Timpanogo Chorale of Utah, Inc. shall be governed by its board of directors.

5.02 Directors

The name(s) and address(es) of the director(s)/officer(s) are:

Director
Bruce L. Armstrong
408 N 200 E
American Fork, UT 84003

President
Bruce L. Armstrong
408 N 200 E
American Fork, UT 84003

Director
Melody Paskett
1375 N 1125 E
Lehi, UT 84043

Secretary
Melody Paskett
1375 N 1125 E
Lehi, UT 84043

Director
Daniel J Roth
2838 N Utah Highlands Dr
Lehi, UT 84043

Treasurer
Daniel J. Roth
2838 N Utah Highlands Dr
Lehi, UT 84043

ARTICLE VI **MEMBERSHIP**

6.01 Membership

Timpanogo Chorale of Utah, Inc. shall have no voting members and will not issue shares evidencing membership or interests in water or other property rights.. The management of the

affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

ARTICLE VII AMENDMENTS

7.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

ARTICLE VIII ADDRESSES OF THE CORPORATION

8.01 Corporate Address

The address of the corporation and the mailing address of the corporation is:

Timpanogo Chorale of Utah, Inc.
408 N 200 E
American Fork, UT 84003

ARTICLE IX APPOINTMENT OF REGISTERED AGENT

9.01 Registered Agent

The registered agent of Timpanogo Chorale of Utah, Inc. shall be:

Bruce L. Armstrong
408 N 200 E
American Fork, UT 84003

ARTICLE X INCORPORATOR

The name(s) and address(es) of the incorporators are as follow:

Bruce L. Armstrong
408 N 200 E
American Fork, UT 84003

CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of Timpanogo Chorale of Utah, Inc. were amended and approved by the board of directors on September 11, 2025 and constitute a complete copy of Articles of Incorporation of the Timpanogo Chorale of Utah, Inc.

Director & President

Bruce L. Armstrong

408 N 200 E

American Fork, UT 84003

Signature: _____

Director & Secretary

Melody Paskett

1375 N 1125 E

Lehi, UT 84043

Signature: _____

Director & Treasurer

Daniel J Roth

2838 N Utah Highlands Dr

Lehi, UT 84043

Signature: _____