



STATE OF NEW YORK
OFFICE OF THE ATTORNEY GENERAL

ANDREW M. CUOMO
ATTORNEY GENERAL

DIVISION OF ECONOMIC JUSTICE
ANTITRUST BUREAU

Re: THE UNITED TAXIDERMIST ASSOCIATION, INC.

Pursuant to Section 404(a) of the Not-for-Profit Corporation Law consent is hereby given to the filing of this Certificate of Incorporation. This consent, however, shall not be construed as approval by the Attorney General of the purposes or objects of such corporation.

John A. Leamon
Assistant Attorney General

9/10/07
Date

CERTIFICATE OF INCORPORATION
OF
THE UNITED TAXIDERMIST ASSOCIATION, INC.
Under Section 402 of the Not-For-Profit Corporation Law

HISCOCK & BARCLAY, LLP
Office Address
One Park Place
300 South State Street
Syracuse, New York 13202 - 2078
Telephone (315) 422-2131

CERTIFICATE OF INCORPORATION**OF****THE UNITED TAXIDERMIST ASSOCIATION, INC.****Under Section 402 of the Not-For-Profit Corporation Law**

THE UNDERSIGNED, for the purpose of forming a corporation pursuant to Article 4 of the Not-For-Profit Corporation Law of the State of New York, does hereby certify:

1. The name of the Corporation is **THE UNITED TAXIDERMIST ASSOCIATION, INC.**

2. The Corporation is a corporation as defined in subparagraph (a)(5) of Section 102 of the Not-For-Profit Corporation Law and is a Type A Corporation.

3. The purposes for which the Corporation is formed are as follows: to promote and advance the art of taxidermy, the needs of taxidermists and the needs of others having a common interest in the art of taxidermy through advocacy, service and information-sharing; to unite taxidermists and promote the highest standards of taxidermy art; to advocate conservation of wildlife and work in collaboration with individuals, organizations and the private and public sectors toward such purpose; and to promote strategic alliances and other information sharing, including tracking and support of legislation that advances the art of taxidermy and offering services relative to all aspects of the art of taxidermy.

In furtherance of the foregoing purposes, and subject to any limitations provided in the Not-For-Profit Corporation Law or any other statute of the State of New York, the Corporation shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, suitable, desirable, or proper for the

furtherance, accomplishment, fostering, or attainment of any and all of the purposes for which the Corporation is organized, together with the power to solicit and receive grants and contributions from private and public sources, and to aid or assist other organizations whose activities are such as to further, accomplish, foster or attain any of such purposes. Notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers that are in furtherance of the exempt purposes of organizations set forth in Section 501(c)(6) of the Internal Revenue Code of 1986, as amended (the "Code"), and the regulations thereunder, as the same now exist or as they may be hereafter amended from time to time.

4. The Corporation is organized and shall be operated exclusively as a board of trade as defined in Section 501(c)(6) of the Code, thereby to promote the art of taxidermy to those individuals and businesses having a common trade, business or professional interest in said subject matter, and is not formed for pecuniary profit or financial gain.

5. The office of the Corporation is to be located in the County of Onondaga, State of New York.

6. The names and addresses of the initial directors are as follows:

Manny Chavez
1102 E. Fiesta Drive
Carlbad, NM 88220

Paul Czarnecki
10900 Lake Pleasant Road
Waterford, PA 16441

Jan George
57 Hadley Street
Mooresville, IN 46158

Ken Duncalfe
537 1st Avenue NE
Swift Current, SK Canada

Jan Van Hoesen
4703 M-68 Highway
Rogers City, MI 49779

Steve Faechner
23474 Road 250 N
Havre, MT 59501

Mike McLane
2101 Holland Corner Road
Suffolk, Virginia 23437

Danny Owens
16505 CR 145
Woolfforth, TX 79382

7. All income and earnings of the Corporation shall be used exclusively for its corporate purposes. No part of the net income or net earnings of the Corporation shall inure to the benefit or profit of or be distributable to its members, directors, officers, or other private persons. Notwithstanding the foregoing, 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 of the Corporation set forth in Paragraphs 3 and 4 hereof.

8. Notwithstanding any other provision of this Certificate, the Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income taxation under Section 501(c)(6) of the Code, as amended. Nothing contained in this Certificate shall authorize or empower the Corporation to perform or engage in any act or practice prohibited by the General Business Law, section 340, or other antimonopoly or antitrust statute of the State of New York.

9. The Corporation may be dissolved only upon authorization of the Board of Directors at a special meeting called for that purpose. Upon the dissolution of the Corporation, all of the remaining assets and property of the Corporation shall, after necessary expenses


thereof, be distributed to such organizations as should qualify under Section 501(c)(6) of the Code and are organized and operated exclusively as a business league, chamber of commerce, board of trade, no part of the net earnings of which inures to the benefit of any private shareholder, member, or individual, and which does not carry on propaganda or participate or intervene in any political campaign. The corporations, funds, or foundations to receive said property shall be chosen by the existing Board of Directors. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for purposes or to such organization(s) as said court shall determine, which are organized and operated exclusively for such purposes.

10. The duration of the Corporation shall be perpetual.

11. The Secretary of State of the State of New York is hereby designated the agent of the Corporation upon whom process against the Corporation may be served. The post office address to which the Secretary of State shall mail a copy of any process against the Corporation served upon him as agent of the Corporation is:

c/o Michael A. Oropallo, Esq.
Hiscock & Barclay, LLP
One Park Place
300 South State Street
Syracuse, New York 13202-2078

IN WITNESS WHEREOF, the undersigned has signed this Certificate of Incorporation this 21 day of August, 2007.



Name: Steve Faechner
Address: 23474 Road 250 N
Havre, MT 59501