

Amended
ARTICLES OF INCORPORATION
OF
ARIZONA MACINTOSH USER'S GROUP
INC., (AMUG)
AN ARIZONA NON-PROFIT CORPORATION

The Articles of Arizona Macintosh User's Group, Inc., are hereby amended and restated in their entirety to read hereafter as follows:

ARTICLE I

Name. The name of the corporation shall be ARIZONA MACINTOSH USER'S GROUP, INC., (AMUG).

ARTICLE II

Purpose. The purpose of the Corporation shall be to transact any and all lawful business for which corporations may be incorporated, and through volunteer and unpaid member efforts to promote and provide, particularly and exclusively for the education and instruction of individuals, and the community in the use and benefits of Macintosh® brand computers, which educational transactions may include, but shall not be limited to: assisting members with service, hardware, and software matters; providing members with opportunities to improve and develop knowledge in all areas relating to computers; provide a library consisting solely of "public domain" and "shareware" software for the exclusive use of the membership; dissemination of available educational information as widely as possible throughout the community using a newsletter format or other educational vehicle, and such other educational endeavors that the directors of the Corporation shall deem to be necessary for, incidental to, or desirable or convenient in carrying out its purpose, subject to the limitations in these Articles of Incorporation and in the Bylaws of the Corporation, and applicable governmental statutes and regulations, including within the meaning of Section 501 (c), et seq, and A.R.S. § 10-1001. All provisions for Number, Title, Authority, Elections and Meetings shall be as provided in the By-laws of the Corporation. The Corporation is not organized for profit, and no part of its net assets or accumulated donations shall inure to the benefit of any private individual or member or director or officer, within the meaning of any applicable sections of the Internal Revenue Code of 1986 or of any future United States Internal Revenue Laws or regulations. Notwithstanding the above or any other provision of these Articles, the Corporation shall carry on only those activities permitted to be carried on by nonprofit, educational entities described in the applicable sections of the Code, the relevant provisions of the Arizona Revised Statutes, and the regulations thereunder.

ARTICLE III

Initial Business. The initial business to be transacted by the Corporation is to transact, through volunteer and uncompensated member efforts to promote and provide, particularly and exclusively for the education and instruction of individuals, and the community in the

use and benefits of Macintosh® brand computers.

ARTICLE IV

Authorized Capital. No Capital Stock shall be issued or authorized, and no dividends shall be paid to members or otherwise.

ARTICLE V

Statutory Agent. The name and address of the initial statutory agent, who has been a bona fide resident of the State of Arizona for three years is: James Tanner, 1153 East Main, Mesa, Arizona, 85203.

ARTICLE VI

Board of Directors. The initial Board of Directors shall be comprised of three directors, who will serve as directors until their successors are elected and qualified, the name and address of each is:

Michael S. Bean,	David Beginski	Donald Knox
718 E. Campbell Ave.	16427 E. Campbell Ave.	1233 E. Oregon Ave.
Gilbert, Arizona, 85234	Gilbert, Arizona, 85234	Phoenix, AZ 85014

The By-laws of the Corporation shall fix the manner in which the directors are elected and the term of, and the number of persons to serve as, the directors, but in no event shall the number be less than the minimum number permitted under applicable law. The By-laws shall also fix the manner of establishing the meetings of the Board of Directors and the Membership, and the Offices and method of filling those offices, the requirements of membership, termination of the corporation, expulsion of members from the group or officers from the board of directors, and the existence, authority and meetings of the Executive Committee of the Board of Directors, if any.

ARTICLE VII

Incorporators The name and address of the incorporators are:

Michael S. Bean,	David Beginski	Donald Knox
718 E. Campbell Ave.	16427 E. Campbell Ave.	1233 E. Oregon Ave.
Gilbert, Arizona, 85234	Gilbert, Arizona, 85234	Phoenix, AZ 85014

ARTICLE VIII

Indemnification of Officers, Directors, Employees and Agents./Limitation of Liability The Corporation shall indemnify, to the extent and in all circumstances in which indemnification is permitted by law, any person against expenses, including attorneys' fees, against judgments, fines, and amounts paid in settlement actually and reasonably incurred by reason of the fact that he or she is or was an officer, director, employee, or agent of the Corporation. All Officers, Directors and Members shall be without exception forever exempt from liability for corporate obligations, and the membership is non-assessable.

ARTICLE IX

Dissolution In the event of dissolution or disbandment of the corporation pursuant applicable laws and regulations, and to the Bylaws, the remaining assets of the corporation shall be transferred to the "MAKE-A-WISH FOUNDATION," if still in existence and qualified as a charitable foundation, or in the alternative if existing and qualified, to such other existing and qualified charitable or educational foundation as may receive same in accordance with Section 501 (c)(3), or the applicable I.R.S. Regulations at the time.

IN WITNESS WHEREOF, for the purpose of forming the Corporation under

the laws of the State of Arizona, the undersigned Incorporators have executed these Articles of Incorporation this ____ day of _____, 1990.

Michael S. Bean,
718 E. Campbell Ave.
Gilbert, Arizona, 85234

David Beginski
16427 E. Campbell Ave.
Gilbert, Arizona, 85234

Donald Knox
1233 E. Oregon Ave.
Phoenix, AZ 85014

The undersigned, having been designated to act a Statutory Agent, hereby consents to act in that capacity until removed or until resignation is submitted in accordance with the Arizona Revised Statutes.

James Tanner,
1153 East Main,
Mesa, Arizona, 85203.