CHAPTER 1: ARTICLES OF INCORPORATION OF ARABIAN HORSE ASSOCIATION

The natural person of the age of eighteen years or more whose name and address is listed in Article IX below, acting as the incorporator of a nonprofit corporation under the Colorado Revised Nonprofit Corporation Act, adopts the following Articles of Incorporation for such nonprofit corporation.

ARTICLE I.
NAME AND OFFICE

1.1. The name of the corporation is: Arabian Horse Association.

1.2. The initial principal office of the corporation is 10805 East Bethany Drive, Aurora, CO.

ARTICLE II.
PURPOSE AND POWERS

2.1. Purpose. The nonprofit corporation is organized and shall carry out such purposes as an organization described in Section 501(c)(5) of the Internal Revenue Code of 1986, as amended from time to time, or under the corresponding provisions of any future United States Internal Revenue law, (as applicable, the "Code"). More specifically, the purposes for which the corporation is formed include the following:

1. Aid, promote and foster the preservation and use of purebred Arabian Horses and the Arabian breed and to engage in all activities and undertakings incidental to or designated to further or promote this objective.
2. Foster and encourage good relations between the corporation, its' member organizations, and the Canadian Arabian Horse Registry; maintain and protect the heritage of the purebred Arabian Horse; and implement any and all necessary rules and procedures to accomplish this end.
3. Aid and encourage the breeding, exhibiting, and perpetuation of the purebred Arabian Horse as well as Half-Arabian and Anglo-Arabian Horses; coordinate the activities of all Arabian Horse organizations, associations, Member Organizations and societies in the United States and in all countries; promote and encourage the participation of Arabian Horses in open events, activities, and multiple disciplines, including recreation; coordinate all Arabian Horse show activities, registration activities and other discipline competitions and recreational activities utilizing Arabian Horses which are intended to promote the growth and enjoyment of the Arabian Horse wherever conducted.
4. Provide for boards of judges and officials necessary for events and activities conducted for Arabian Horses and to devise and promulgate horse show and other activity rules, regulations, and standards.
5. Promote, encourage, and stimulate popular interest in the outstanding qualities of the Arabian Horse.
6. Effectively maintain, operate, and promote the corporation's registries of Arabian, Half-Arabian and Anglo-Arabian Horses.
7. Maintain records, support and promote the racing of purebred Arabian Horses in the United States.
8. Determine matters of national and international importance in relation to Arabian Horses and maintain and protect the heritage of the purebred Arabian Horse.
9. Formulate publicity and educational programs and other activities in the interest of Arabian Horses and their proper care and propagation; investigate and study the history and characteristics of Arabian Horses and their breeding, genetics and husbandry and collect, preserve and disseminate useful information concerning them; and coordinate the activities of organizations and individuals in developing and maintaining the highest quality of this incomparable breed.
10. Coordinate, encourage, aid, and conduct exhibits and shows for the purpose of advancing the outstanding qualities of the purebred Arabian Horses.
11. Engage in any manner of business to raise funding for the purposes in Paragraphs (1-10) above recited.
12. Engage in all activities incidental to the above purposes.
13. Engage in any and all forms of business transactions or enterprises that a natural person might do, except as limited by law.
14. Receive donations, bequests, and devises of property, both real and personal.
15. Own, hold, purchase, trade, sell, exchange, and deal in, and otherwise dispose of, all kinds of real and personal property.

2.2. Powers. The corporation shall have and may exercise, either as principal or agent and either alone or in connection with other corporations, partnerships, firms, businesses, associations or individuals, any and all of the powers, rights and privileges now or hereafter permitted, given or granted by the laws of the State of Colorado and may do everything necessary or convenient for the accomplishment of any of the corporate purposes, subject to such limitations as are or may be prescribed by law.

2.3. Restrictions. Notwithstanding any other provision of these articles of incorporation, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax as an organization described in Section 501(c)(5) of the Code.

ARTICLE III.
DURATION

The corporation shall have perpetual existence.

ARTICLE IV.
MEMBERS

4.1. The corporation shall have voting and nonvoting members.

4.2. The characteristics, qualifications, rights, limitations, and obligations of each class of members shall be as provided in the corporation's Bylaws.

ARTICLE V.
REGISTERED OFFICE AND AGENT

5.1. Registered Office. The address of the initial registered office of the corporation is 1560 Broadway, Denver, CO 80209.

5.2. Registered Agent. The name of the initial registered agent at the address of the registered office of the corporation is Corporation Service Company, 1560 Broadway, Denver, CO 80209.

ARTICLE VI.
BOARD OF DIRECTORS

The management of the affairs of the corporation shall be vested in a board of directors, except as otherwise provided in the Colorado Revised Nonprofit Corporation Act, these articles of incorporation or the bylaws of the corporation. The number of directors, their classifications, if any, their terms of office and the manner of their election or appointment shall be as provided from time to time in the bylaws of the corporation. Until the initial board of directors has been elected and shall qualify, the incorporator shall serve as the sole director of the corporation and shall have all the powers and authority and shall perform all of the duties of the board of directors.

ARTICLE VII.
NO BENEFITS TO MEMBERS, DIRECTORS, OR OFFICERS

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, officers or others, 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 Article II hereof. No substantial part of the activities of the corporation shall be participation in, or intervention in (including the

publishing or distribution of statements), any political campaign on behalf of any candidate for public office.

Upon dissolution of the corporation, the corporation shall, after paying or making provision for the payment of all liabilities of the corporation, dispose of the assets of the corporation exclusively to a successor organization or organizations having like purposes and which is an exempt organization pursuant to Section 501(c) of the Code. The organizations to receive such property, and their respective shares and interests, shall be determined by the board of directors.

ARTICLE VIII.

LIMITATION OF LIABILITY

No director shall be personally liable to the corporation or to its members for monetary damages for breach of fiduciary duty as a director, except that the foregoing shall not eliminate or limit liability of a director to the corporation or to its members for monetary damages for the following: (a) any breach of the director's duty of loyalty to the corporation or to its members, (b) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (c) acts specified in C.R.S. Sections 7-128-403 or 7-128-501, as they now exist or hereafter may be amended, or (d) any transaction from which the director directly or indirectly derived an improper personal benefit. This provision is in the corporation's original articles of incorporation and thus is effective on the date of the corporation's incorporation. This provision shall not limit the rights of directors of the corporation for indemnification or other assistance from the corporation. This provision shall not restrict or otherwise diminish the provisions of C.R.S. Section 13-21-115.7 (concerning no liability of directors except for wanton and willful acts or omissions), any amendment or successor provision to such Section, or any other law limiting or eliminating liabilities. If the Colorado Revised Nonprofit Corporation Act hereafter is amended to authorize the further elimination or limitation of the liability of directors, then the liability of a director of the corporation, in addition to the limitation on personal liability provided herein, shall be further eliminated, or limited to the fullest extent permitted by the Colorado Revised Nonprofit Corporation Act. Any repeal or modification of this Article VIII shall be prospective only and shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

ARTICLE IX.

INCORPORATOR

The name and address of the incorporator of the Corporation is William C. Hughes, 3217 English Road, Chino Hills, CA 91709-1502.

The name and mailing address of the individual who caused this document to be delivered for filing and to whom the Secretary of State may deliver notice if filing of this document is refused is Jill Chalmers, Esq., Holme Roberts & Owen LLP, 90 South Cascade Avenue, Suite 1300, Colorado Springs, CO 80903.