ARTICLES OF INCORPORATION
OF
Santa Fe Botanical Garden
(Name of Corporation)

The undersigned acting as incorporator(s) of a corporation under the New Mexico Nonprofit Corporation Act (53-8-1 to 53-8-99 NMSA 1978), adopt(s) the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Santa Fe Botanical Garden

Second: The period of its duration is Perpetual

THIRD: The purpose or purposes for which the corporation is organized are:
To collect and display a wide variety of plant specimens; to preserve rare and endangered plants; to carry out plant-related research and to educate the public through displays, classes and the sale of seeds, books, plants and other horticultural materials.

FOURTH: (If dissolution provision is not forth within this Articles of Incorporation, then powers enumerated under the Nonprofit Corporation Act will prevail).

Attachment

FIFTH: The name of its initial registered agent and the street address and city of the initial registered office in New Mexico are:

Kathleen Dittmer 529 1/2 Armijo St. Santa Fe, NM 87501

SIXTH: The number of directors constituting the initial board of directors is 3, and the names and addresses of the persons who are to serve as initial directors are:

<table>
<thead>
<tr>
<th>NAME</th>
<th>ADDRESS</th>
</tr>
</thead>
<tbody>
<tr>
<td>Kathleen Dittmer</td>
<td>529 1/2 Armijo St. Santa Fe, NM 87501</td>
</tr>
<tr>
<td>Anna Bryson</td>
<td>804 Camino del Monte Sol Santa Fe, NM 87501</td>
</tr>
<tr>
<td>Philip Holliday</td>
<td>705 E. Alameda #2 Santa Fe, NM 87501</td>
</tr>
</tbody>
</table>

SEVENTH: The name and addresses of each incorporator is:

<table>
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</tbody>
</table>

DATED: March 31, 1987

[Signature of Incorporator(s)]
AFFIDAVIT OF ACCEPTANCE OF APPOINTMENT
BY DESIGNATED INITIAL REGISTERED AGENT

To the State Corporation Commission
State of New Mexico

STATE OF ______ New Mexico ______ ) SS.: 
COUNTY OF ______ Santa Fe ______ )

On this ______ day of ______ March ______ , 19___, before me a Notary Public in and for the State and County aforesaid, personally appeared Kathleen A. Dittmer , who is to me known to be the person and who, being duly sworn, acknowledged to me that he does hereby accept his appointment as the Initial Registered Agent of ____________
Santa Fe Botanical Garden

the Corporation which is named in annexed Articles of Incorporation, and which is applying for a Certificate of Incorporation pursuant to the provisions of the Nonprofit Corporation Act of the State of New Mexico.

/ ____________________________ /
Kathleen A. Dittmer
REGISTERED AGENT'S SIGNATURE

BY (I) ____________________________
PRESIDENT

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

/ ____________________________ /
Bernard Powell
NOTARY PUBLIC
Commission Expires: ______ March 31, 1990

(Notarial seal)

NOTE: (I) If the Agent is a Corporation then the affidavit must be executed by the President or Vice-President of the Corporation.

NMSCC-CD
FORM RA-4
(REV 8/83)
ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION

Pursuant to the provisions of Section 53-8-37 NMSA 1978 of the Nonprofit Corporation Act the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is Santa Fe Botanical Garden

SECOND: The following amendment to the Articles of Incorporation was adopted by the corporation on September 19, 1988, in the manner prescribed by the New Mexico Nonprofit Corporation Act:

(INSERT AMENDMENT)

Article Three is to be amended to read as follows: The Santa Fe Botanical Garden is organized exclusively for educational and charitable purposes within the meaning of 501 (c) (3) of the Internal Revenue Code under which we will collect and display a wide variety of plant specimens; preserve rare and endangered plants; carry out plant-related research and educate the public through displays, classes and the sales of seeds, books, plants and other horticultural materials. (See Attachment.)

THIRD (Mark an X by the appropriate action taken):

X No members are entitled to vote thereon, therefore, the vote of a majority of the board of directors in office voted for adoption of said amendment.

September 26, 1988

Dated ________________________.

Santa Fe Botanical Garden
(Name of Corporation)

By [Signature]
Its President

and [Signature]
Its Secretary

(See cover page for authorized signatures)
Attachment
Upon dissolution of the Santa Fe Botanical Garden, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Santa Fe Botanical Garden shall be distributed to a non-profit fund, foundation or corporation which is organized and operated exclusively for charitable or social welfare purposes and which has established its tax exempt status under either of Sections 501 (c) (3) or 501 (c) (4) of the Internal Revenue Code of 1954, as amended, and which is engaged in activities substantially similar to those of the Santa Fe Botanical Garden.