ARTICLES OF INCORPORATION

OF

UNIVERSITY OF NEVADA SYSTEM FACULTY ALLIANCE

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, residents of the State of Nevada, being desirous of organizing a non-profit corporation under the provisions of NRS 81.410 to 81.540, inclusive, and acts amendatory thereof, have this day voluntarily associated ourselves for such purpose.

AND WE DO HEREBY CERTIFY AS FOLLOWS:

ARTICLE I.

Name

The name of the corporation shall be:

UNIVERSITY OF NEVADA SYSTEM FACULTY ALLIANCE

ARTICLE II.

Objects and Purposes

The objects and purposes for which this corporation is formed are:

1. To work for the welfare and advancement of post secondary education within the State of Nevada, and the improvement of instructional opportunities for students who seek post secondary education within the State of Nevada.

2. To develop and promote the adoption of such ethical practices, personnel policies, and standards of preparation and participation as mark a profession.

3. To unify and strengthen the post secondary teaching profession in the State of Nevada and to secure and maintain appropriate compensation, hours, working conditions, and other
terms and conditions of employment for post secondary educators in the State of Nevada, through collective bargaining or any other process designed to support post secondary education within the University of Nevada System.

4. To enable members to speak with a common voice on matters pertaining to post secondary education and instruction and to present their individual and common interests before the Board of Regents of the University of Nevada System and other legal authorities.

5. To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes, or the attainment of any of the objects, either alone or in association with other corporations, firms or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid powers, or any part or parts thereof; provided, the same is not inconsistent with the laws under which this corporation is organized.

6. To receive contributions or donations, to assess dues for members, and to handle, disburse or distribute the same in accord with the by-laws of the corporation.

7. To sue and be sued, and to prosecute and defend in any court.

8. To devise, adopt and use a seal, and to change the same at pleasure.

9. To purchase, accept by grant, gift or devise, hold, sell and convey such real and personal property, or estate, as the purposes of this corporation shall require.
10. To appoint, or elect, and remove such officers, agents and servants as the business of the corporation may require; to define their powers, prescribe their duties and fix their compensation.

11. To make by-laws, not inconsistent with the Constitution and laws of the State of Nevada, for the transaction of the business of the corporation, the management of its property, the regulation of its affairs, the admission and expulsion of members, and generally for the transaction of all such business as may be within the scope of its organization and original design.

The several clauses contained in this Article II shall be construed as both purposes and powers; the statement contained in each such clause shall in no wise be limited or restrained by reference to, or inference from, the terms of any other clause, but shall be deemed to be individual purposes and powers; and no recitation, expression or declaration or specific or special purposes or powers herein enumerated shall be deemed to be exclusive; but it is hereby expressly declared that all other lawful powers not inconsistent herewith are hereby included.

ARTICLE III.

Capital Stock; Nonprofit Business

This corporation shall not have a capital stock, and its business shall not be carried on for profit.

ARTICLE IV.

Principal Place of Business

The place where this corporation's business will be transacted is 600 East Charleston Blvd., Las Vegas, Nevada.
ARTICLE V.

Term and Existence

This corporation shall exist for a term of fifty (50) years.

ARTICLE VI.

Directors

The names and addresses of the persons who are to act in the capacity of Directors, for the first year of this corporation and until the election and qualification of their successors, and who shall be known as Directors are:

<table>
<thead>
<tr>
<th>NAME</th>
<th>RESIDENCE</th>
</tr>
</thead>
<tbody>
<tr>
<td>Christian E. Dolin</td>
<td>2021 Collins Ave, Las Vegas, NV 89121</td>
</tr>
<tr>
<td>Craig Walton</td>
<td>6140 Eisner Dr, Mt. Charleston, NV 89131</td>
</tr>
<tr>
<td>Francis X. Hartigan</td>
<td>1190 Grand View Avenue, Reno, NV 89503</td>
</tr>
<tr>
<td>M. Richard Ganzel</td>
<td>570 W. Riverview Circle, Reno, NV 89509</td>
</tr>
</tbody>
</table>

The number of Directors may be changed by by-laws duly adopted or amended by the members, authority for which is hereby expressly conferred, but in no event shall the number of Directors be less than three (3).

ARTICLE VII.

Voting Power, Interests of Members

The voting power and the property rights and interest of each member shall be equal.

ARTICLE VIII.

Membership

Membership in the corporation shall be on such terms and conditions and open to such individuals as may be prescribed in the by-laws of the corporation. Membership shall not be transferable or assignable by any member to any other persons.
nor shall any assigns thereof be entitled to membership in the corporation, or to any property rights or interest therein, unless provision for such transfer or assignment of membership is made in the by-laws of the corporation.

IN WITNESS WHEREOF, we have hereunder set our hands this 9th day of May, 1983.

[Signatures]

STATE OF NEVADA )
COUNTY OF CLARK )

On this 9th day of May, 1983, personally appeared before me, the undersigned, a Notary Public in and for said County and State, the persons described in and who executed the foregoing instrument, who acknowledged to me that they executed the same freely and voluntarily and for the uses and purposes therein mentioned.

[Signature]

NOTARY PUBLIC

[Seal]
STATE OF NEVADA )
COUNTY OF ) SS:

On this 18th day of May, 1983, personally appeared before me, the undersigned, a Notary Public in and for said County and State, [Richard Sanchez] and [Escario X Hartigan] known to me to be the persons described in and who executed the foregoing instrument, who acknowledged to me that they executed the same freely and voluntarily and for the uses and purposes therein mentioned.

[Signature]
NOTARY PUBLIC

[Seal]
CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION

OF

UNIVERSITY OF NEVADA SYSTEM FACULTY ALLIANCE

The undersigned, residents of the State of Nevada, constituting all of the directors named in the Articles of Incorporation of University of Nevada System Faculty Alliance (the "Corporation"), filed with the Nevada Secretary of State on June 2, 1983, hereby amend said Articles under the provisions of NRS 81.410 to 81.540, inclusive, as follows:

"ARTICLE I

Name

The name of the corporation shall be:

NEVADA FACULTY ALLIANCE"
IN WITNESS WHEREOF, we have hereunto executed this Certificate of Amendment of Articles of Incorporation this 5th day of June, 1984.

CHRISTIAN E. DOLIN

CRAIG WALTON

FRANCIS X. HARTIGAN

M. RICHARD GANZEL

STATE OF NEVADA )
) SS:
COUNTY OF CLARK )

On this 5th day of June, 1984, personally appeared before me, the undersigned, a Notary Public in and for said County and State, Christian E. Dolin and Craig Walton, known to me to be the persons described in and who executed the foregoing instrument, who acknowledged to me that they executed the same freely and voluntarily and for the uses and purposes therein mentioned.

LYNETTE D. FOLEY
NOTARY PUBLIC

Notary Public, State of Nevada
CLARK COUNTY
My Appointment Expires Sept. 7, 1986
STATE OF NEVADA )
) SS:
COUNTY OF CLARK )

On this 15th day of June, 1984, personally appeared before me, the undersigned, a Notary Public in and for said County and State, M. Richard Ganzel, known to me to be the person described in and who executed the foregoing instrument, who acknowledged to me that he executed the same freely and voluntarily and for the uses and purposes therein mentioned.

[Signature]

ANN E. ROBISON
Notary Public - State of Nevada
Appointment Recorded in Washoe County
MY APPOINTMENT EXPIRES NOV 2 1996

NOTARY PUBLIC
STATE OF NEVADA)
) SS:
COUNTY OF CLARK)

On this 19 day of June, 1984, personally appeared
before me, the undersigned, a Notary Public in and for said
County and State, Francis X. Hartigan, known to me to be the
person described in and who executed the foregoing instrument,
who acknowledged to me that he executed the same freely and
voluntarily and for the uses and purposes therein mentioned.

ANN E ROBISON
Notary Public - State of Nevada
Appointment Recorded in Washoe County
APPOINTMENT EXPIRES NOV 2 1986

[Signature]

NOTARY PUBLIC
Non-Profit Corporation:

Certificate of Amendment (PURSUANT TO NRS 81, 82 & 84)

Certificate to Accompany Restated Articles or Amended and Restated Articles (PURSUANT TO NRS 82.371)

Officer’s Statement (PURSUANT TO NRS 80.030)

1. Entity information:

Name of entity as on file with the Nevada Secretary of State:

Entity or Nevada Business Identification Number (NVID): NV19831006823

2. Restated or Amended and Restated Articles

(Select one):

- Certificate to Accompany Restated Articles or Amended and Restated Articles
  - Restated Articles - No amendments; articles are restated only and are signed by an officer of the corporation who has been authorized to execute the certificate by resolution of the board of directors adopted on: The certificate correctly sets forth the text of the articles or certificate as amended to the date of the certificate.
  - Amended and Restated Articles
    * Restated or Amended and Restated Articles must be included with this filing type.

3. Type of amendment filing being completed:

(Select only one box):

- Certificate of Amendment to Articles of Incorporation (Pursuant to NRS Chapters 81 and 82 - Before First Meeting of Directors)
  - The undersigned are a majority of the original incorporators of the nonprofit corporation, or the majority necessary for the approval as otherwise provided by NRS.
  - As of the date of this certification no meeting of the directors has taken place and the corporation has no members other than the incorporators.

- Certificate of Amendment to Articles of Incorporation (Pursuant to NRS Chapters 81 and 82 - After First Meeting of Directors)
  - The directors (or trustees) and the members, if any, and such other persons or public officers, if any, as may be required by the articles, have approved the amendment. The vote by which the amendment was adopted by the directors and members, if any, is as follows: *
  - Vote of Directors: 10-0
  - Vote of Members: 0

- Officer’s Statement (foreign qualified entities only) -

  - Name in home state, if using a modified name in Nevada:

  Jurisdiction of formation:

  Changes to takes the following effect:
  - The entity name has been amended.
  - The purpose of the entity has been amended.
  - The authorized shares have been amended.
  - Other: (specify changes)

  * Officer's Statement must be submitted with either a certified copy of or a certificate evidencing the filing of any document, amendatory or otherwise, relating to the original articles in the place of the corporation's creation.
Non-Profit Corporation: Certificate of Amendment (PURSUANT TO NRS 81, 82 & 84)
Certificate to Accompany Restated Articles or Amended and Restated Articles (PURSUANT TO NRS 82.371)
Officer’s Statement (PURSUANT TO NRS 80.030)

3. Type of amendment filing being completed continued: (If amending, complete section 1, 3, 5 and 6.)

- Certificate of Amendment to Articles of Incorporation For Corporation Sole (Pursuant to NRS Chapter 84)
  The undersigned is the person authorized to represent the corporation sole.

4. Effective date and time: (Optional)

<table>
<thead>
<tr>
<th>Date:</th>
<th>Time:</th>
</tr>
</thead>
<tbody>
<tr>
<td>04/29/2022</td>
<td></td>
</tr>
</tbody>
</table>

(must not be later than 90 days after the certificate is filed)

5. Information Being Changed: (Domestic corporations only)

<table>
<thead>
<tr>
<th>Changes to takes the following effect:</th>
</tr>
</thead>
<tbody>
<tr>
<td>☐ The entity name has been amended.</td>
</tr>
<tr>
<td>☐ The registered agent has been changed. (attach Certificate of Acceptance from new registered agent)</td>
</tr>
<tr>
<td>☐ The purpose of the entity has been amended.</td>
</tr>
<tr>
<td>☐ The authorized shares have been amended.</td>
</tr>
<tr>
<td>☐ The directors, managers or general partners have been amended.</td>
</tr>
<tr>
<td>☐ IRS tax language has been added.</td>
</tr>
<tr>
<td>☐ Articles have been added.</td>
</tr>
<tr>
<td>☐ Articles have been deleted</td>
</tr>
<tr>
<td>☑ Other.</td>
</tr>
</tbody>
</table>

The articles have been amended as follows: (provide article numbers, if available)

5. Article IV is amended to change the principal place of business of the corporation; and Article V is amended to provide for perpetual existence of the corporation.

(attach additional page(s) if necessary)

6. Signature: (Required)

<table>
<thead>
<tr>
<th>Signature of Officer, Incorporator or Authorized Signer</th>
</tr>
</thead>
<tbody>
<tr>
<td>Kent Ervin</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Officer</th>
</tr>
</thead>
<tbody>
<tr>
<td>Title</td>
</tr>
</tbody>
</table>

* A majority of a quorum of the voting power of the members, or as may be required by the articles, must vote in favor of the amendment. If any proposed amendment would alter or change any preference or any relative or other right given to any class of members, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of a majority of a quorum of the voting power of each class of members affected by the amendment regardless of limitations or restrictions on their voting power. An amendment pursuant to NRS 81.210 requires approval by a vote of 2/3 of the members.
CERTIFICATE OF AMENDMENT
OF THE ARTICLES OF INCORPORATION OF THE
NEVADA FACULTY ALLICANCE

Nevada Faculty Alliance, a Nevada nonprofit corporation ("the Corporation") under its
 corporate seal and the hands of its President does hereby certify:

That at a regular meeting of the Board of Directors of the Corporation regularly
 convened at Reno, Nevada, on April 2, 2022, at which there was at all
times present and acting a quorum, a resolution was regularly adopted by a vote of
10 in favor and 0 against, setting forth the amendment herein, to wit:

RESOLVED, that Articles IV and V of the Articles of Incorporation be amended to
read in their entirety as follows:

"IV

The Corporation’s principal place of business is Las Vegas, Nevada. The principal place
of business may be changed by the Board of Directors."

and

"V

The Corporation shall have perpetual existence."

RESOLVED FURTHER, that the Corporation shall, under the hands of its President, file
the certificate required by NRS 82.356, and do all other things necessary to effect the
amendment.

DATED this 05 day of April, 2022.

NEVADA FACULTY ALLICANCE
A Nevada nonprofit corporation

By Kent M Ervin
Kent Ervin, President

STATE OF NEVADA )
) ss:
CARSON CITY )

This CERTIFICATE OF AMENDMENT OF THE ARTICLES OF INCORPORATION OF
THE NEVADA FACULTY ALLICANCE was acknowledged before me on this 05 day of
April, 2022, by Kent Ervin, as President, of the Nevada Faculty Alliance.

Notary Public