



OFFICE OF THE
PUBLIC REGULATION COMMISSION

CERTIFICATE OF INCORPORATION

OF

NEW MEXICO REGIONAL COMMON GROUND ALLIANCE

2967222

The Public Regulation Commission certifies that the Articles of Incorporation, duly signed and verified pursuant to the provisions of the

NONPROFIT CORPORATION ACT

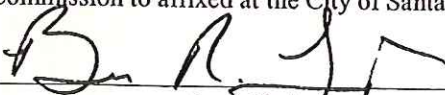
(53-8-1 to 53-8-99 NMSA 1978)

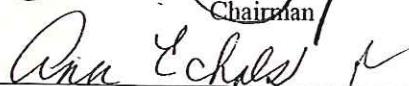
have been received by it & are found to conform to law.

Accordingly, by virtue of the authority vested in it by law, the Public Regulation Commission issues this Certificate of Incorporation & attaches hereto, a duplicate of the Articles of Incorporation.

Dated: DECEMBER 5, 2007

In testimony whereof, the Public Regulation of the State of New Mexico has caused this certificate to be signed by its Chairman and the seal of said Commission to affixed at the City of Santa Fe.


Chairman


Bureau Chief

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FILED IN OFFICE OF
NM PUBLIC REG. COMM.

DEC 05 2007

Nonprofit Corporation
ARTICLES OF INCORPORATION

The undersigned, acting as incorporator(s) to form a corporation under the New Mexico Nonprofit Corporation Act, adopt the following Articles of Incorporation:

ARTICLE ONE: The name of the Corporation is: New Mexico Regional Common Ground Alliance

ARTICLE TWO: The period of duration is: Perpetual

ARTICLE THREE: The purpose for which the corporation is organized is: The purpose of the Corporation shall be to foster damage prevention to underground infrastructure by: (a) fostering a sense of shared responsibility for the protection of underground facilities; (b) supporting research; (c) developing and conducting public awareness and education programs; (d) identifying and disseminating the stakeholder best practices such as those embodied in the Common Ground Study; and (e) working together to form consensus between stakeholders on the use of best practices in New Mexico, and to be a regional partner to the Common Ground Alliance.

ARTICLE FOUR:

(1) The New Mexico street address of the corporation's initial registered office is:
104 Sin Nombre Ct. NE Albuquerque, New Mexico 87113

(P.O. Box is not acceptable. Provide a description of the geographical location if a street address does not exist)

(2) The name of the initial registered agent at the address of the initial registered office is:
Jane M. Jernigan

ARTICLE FIVE: The names and addresses of the initial board of directors are: *(minimum number of directors required is three) (attach schedule if needed)*

NAME	ADDRESS
Jane Jernigan	PO Box 90847 Alb., NM 87199
Gary Sloman	PO Box 27192 Alb., NM 87125-7192
Jon Jones	Alvarado Square, Alb., NM 87158
Kari Biernacki	PO Box 9825 Alb., NM 87193
Don Wicberg	188 County Road, Bloomfield, NM 87413
Michael B. Fraser, P.E.	3801 Atrisco NW Alb., NM 87120

ARTICLE SIX: The name and address of each incorporator is: *(attach schedule if needed)*

NAME	ADDRESS
Jane Jernigan	PO Box 90847 Alb., NM 87199
Gary Sloman	PO Box 27192 Alb., NM 87125-7192
Jon Jones	Alvarado Square, Alb., NM 87158

Dated: 12-4-07

[Signature] (JANE Jernigan)

[Signature]

[Signature]
Signature of Incorporator(s)
(each person named in Article Six must sign)





National Utility Contractors Association of New Mexico

FILED IN OFFICE OF
N.M. PUBLIC REG. COMM.

DEC 05 2007

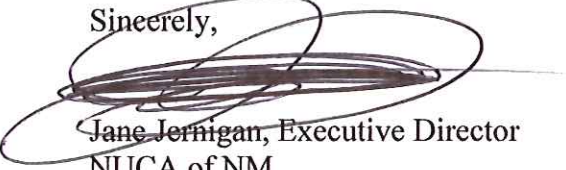
CORPORATION BUREAU

December 4, 2007

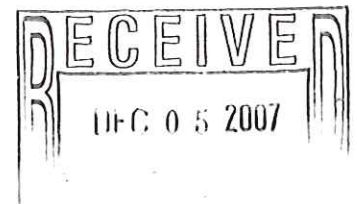
Public Regulation Commission
Corporation Bureau
Chartered Documents Division
PO Box 1269
Santa Fe, NM 87504-1269

In regards to the registered agent named in Article Four, Section 2 in the Application for Nonprofit Corporation Articles of Incorporation, I, Jane Jernigan, acknowledge acceptance of appointment for the registered agent for the New Mexico Regional Common Ground Alliance.

Sincerely,



Jane Jernigan, Executive Director
NUCA of NM



PO Box 90847 Albuquerque New Mexico 87199
Phone: 505 888 0752 Fax: 505 884 0668 nucanm@nucanm.org

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Nonprofit Corporation
ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION

Pursuant to the provisions of the New Mexico Nonprofit Corporation Act, the undersigned corporation adopts the following Articles of Amendment for the purpose of amending its Articles of Incorporation:

ARTICLE ONE: The name of the corporation is (include NMPRC#): New Mexico Regional Common Ground Alliance NMPRC # 2967222

ARTICLE TWO: The following articles are amended as set forth here: *(identify by article number and attach additional pages if necessary)*

Adding new Article Seven :

Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE THREE: *(select the appropriate action taken)*

 The **date of the meeting of members** at which the amendment was adopted was _____.

A quorum of the members entitled to vote was present and the amendment received at least two-thirds (2/3) of the votes which members present at the meeting or represented by proxy were entitled to cast.

OR

 The amendment was adopted by a consent in writing signed by all members entitled to vote thereon.

OR

 X The **date of the meeting of the board of directors** at which the amendment was adopted was May 16, 2008. The corporation has no members, or no members entitled to vote thereon, therefore the amendment was adopted by a majority of the board of directors in office.

ARTICLE FOUR: If these Articles of Amendment are not to be effective upon filing with the commission, the effective date is: *(if an effective date is specified here, it cannot be a date prior to the date the articles are received by the commission)* _____

Dated: May 16, 2008

New Mexico Regional Common Ground Alliance
Name of Corporation

Two officers must sign: By Kari Biernacki
Signature of Authorized Officer

By Victor M. ...
Signature of Authorized Officer