

RESTATED ARTICLES OF INCORPORATION
OF
MONTANA TECHNOLOGY ENTERPRISE CENTER

Joseph Fanguy, the undersigned, a natural person of the age eighteen (18) years or more, acting as incorporator of a corporation under the Montana Nonprofit Corporation Act, adopts the following Restated Articles of Incorporation for such corporation:

FIRST: The name of the corporation is MONTANA TECHNOLOGY ENTERPRISE CENTER.

SECOND: The Corporation is organized and shall be operated as a public benefit corporation for all purposes permitted under any applicable law, including but not limited to the Montana Nonprofit Corporation Act. The corporation is organized exclusively for charitable, scientific and educational purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code (or the corresponding section of any future Federal tax code).

THIRD: The Corporation shall not engage in activities legally prohibited for non-profit, tax exempt corporations.

FOURTH: The Corporation will not have any members.

FIFTH: The number of Directors of the Corporation and methods of electing the Directors shall be set forth in the Bylaws of the Corporation.

SIXTH: A director of the Corporation shall not be liable to the Corporation or for monetary damages for breach of a director's duties to the Corporation, except for (a) breach of a director's duty of loyalty to the Corporation, (b) acts or omissions not in good faith or that involve intentional conduct or knowing violation of the law; (c) transactions from which a director derived an improper personal economic benefit, or (d) conflict of interest transactions, loans to or guarantees for directors and officers or unlawful distributions.

SEVENTH: Upon dissolution, the assets of the Corporation shall be distributed for one or more charitable, scientific or education exempt purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the 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.

EIGHTH: The street and mailing address of the registered office of the Corporation is Office of Director of Technology Transfer, University Hall 116, The University of Montana, Missoula, Montana 59812, and the name of the registered agent at such address is Joseph Fanguy.

Signature of Agent: _____

NINTH: The name and address of the incorporator is Joseph Fanguy, Director of Technology Transfer, University Hall 116, The University of Montana, Missoula, Montana 59812.

TENTH: No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers 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 Section 501 (c)(3) purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on by a Corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code (or corresponding section of any future federal tax code).

IN WITNESS WHEREOF, the undersigned President and Secretary have executed these Restated Articles of Incorporation this _____ day of October, 2011.

Joseph Fanguy, President

ATTEST:

Robert A. Durringer, Secretary