

**RESTATED ARTICLES OF INCORPORATION OF
PRINCE WILLIAM SOUND SCIENCE AND TECHNOLOGY INSTITUTE**

Pursuant to the provisions of the Alaska Non-Profit Business Corporation Act (10.20.181), the undersigned corporation adopts the following Restated Articles of Incorporation.

ARTICLE I

The name of the Corporation is
PRINCE WILLIAM SOUND SCIENCE AND TECHNOLOGY INSTITUTE.

ARTICLE II

The corporation shall be of perpetual duration.

ARTICLE III

The corporation is organized and operated exclusively for charitable purposes within the meaning of section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or the corresponding provisions of any subsequent federal tax law. All other references in these articles of incorporation to the Internal Revenue Code shall be deemed to be the Internal Revenue Code of 1986 or such corresponding subsequent provisions.

More specifically, the corporation is organized for the purposes of establishing and operating an integrated scientific research facility in Cordova, Alaska. This facility will conduct applied and basic research and technology development, to obtain a deeper understanding of the biotic and abiotic processes at work in sub-arctic coastal ecosystem, both marine and terrestrial. Special emphasis will be on research and development relating to oil spills in sub-arctic coastal waters in order to protect a variety of ecological systems and differing physiography, and the river and marine system in the vicinity of Prince William Sound, in a manner so as to foster objectivity and trust between the scientific community, the oil industry, the fishing industry, and the conservation community.

The corporation shall be vested with all powers authorized by law to carry out these purposes including receipt of funding from the state, federal and local governments, together with contributions from private individuals, organizations, and industry.

No substantial part of the activities of the corporation shall consist of carrying out propaganda, or otherwise attempting to influence legislation except as otherwise provided in section 501(h) of the Internal Revenue Code. The corporation shall not participate or intervene in any political campaign (including the publishing or distributing or statements on behalf of any candidate for public office).

Notwithstanding any other provision of these articles, the corporation shall not engage in any activities or exercise any powers that are not in furtherance of its specific purposes or that are inconsistent with its tax qualification under sections 501(c)(3) or 170(c)(2) of the Code.

ARTICLE IV

The internal affairs of the corporation shall be regulated by the Bylaws enacted by the corporation. Upon dissolution, the property of the corporation is irrevocably dedicated to charitable purposes and no part of its net income or assets shall ever inure to the benefit of any private person. Upon dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all of its debts and liabilities shall be distributed to an organization which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under section 501(c)(3) and 170(c)(2) of the Code, or shall be distributed to the federal government or to a state or local government for a public purpose.

ARTICLE V

The address of the initial registered office is 122 Davis Avenue, Cordova, Alaska, 99574, and the mailing address is P.O. Box 705, Cordova, Alaska, 99574.

The name of the initial registered agent at the registered office is R. J. Kopchak.

ARTICLE VI

The number of directors constituting the initial board of directors of this corporation shall be five. The names and addresses of those persons, each of whom shall serve as director until his or her successor is elected and qualified, are:

R. J. Kopchak,	P.O. Box 1126, Cordova, Alaska 99574
Charles Monnet,	P.O. Box 1846, Cordova, Alaska, 99574
Donald L. Moore,	P.O. Box 586, Cordova, Alaska, 99574
Riki Ott, Ph.D.,	P.O. Box 1271, Cordova, Alaska, 99574
Bruce Suzumoto,	P.O. Box 285, Cordova, Alaska, 99574

ARTICLE VII

The name and address of each incorporator is:

R. J. Kopchak,	P.O. Box 1126, Cordova, Alaska, 99574
R. Everett Harris,	1029 W. Third Ave., Ste. 600, Anchorage, Alaska, 99501
Scott A. Sterling,	1029 W. Third Ave., Ste. 600, Anchorage, Alaska, 99501

ARTICLE VIII

The corporation is a non-voting membership organization, and may have classes of membership.

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The above restated articles, I through VIII, correctly set out, without change, the corresponding provisions of the articles as amended up to this time. These restated articles supersede the original articles and all amendments to them made by the Board of Directors of the corporation on the 22nd of April, 1989 and the 22nd of May, 1989 and the 11th of January 2005.

We the board of directors approve the adoption of these Restated Articles of Incorporation of the Prince William Sound Science and Technology Institute.

Approved this 20 day of June 2008.

John Allen

Edward H. Backus, Board Chairman _____ date _____

Nancy Bird

Jerry Gallagher

John Goering

James R. Harvey

E. Eric Knudsen, Board Secretary _____ date _____

Meera Kohler

Molly McCammon

Charles P. Meacham

Caryn L. Rea

Steven R. Smith

Mead Treadwell

Gale Vick

Tom Weingartner

Edward Zeine