

02-21-91 08:30
911010766 \$10.00

NONPROFIT

ARTICLES OF INCORPORATION

OF

AVALON PROJECT, INC.

REJECTED
02-21-91 08:30
911010766 \$10.00

In compliance with the requirements of the Colorado Nonprofit Corporation Act, C.R.S. § 7-20-101 et seq., the undersigned, who is a resident of the State of Colorado and of full age, hereby establishes a nonprofit corporation and adopts the following Articles of Incorporation:

ARTICLE I

The name of the Corporation is Avalon Project, Inc.

ARTICLE II

The period of existence shall be perpetual.

ARTICLE III

A. The Corporation is formed for the transaction of any lawful purpose including but not limited to the following purposes:

1. To seek, receive and administer donations and grants from federal, state and local governments and from private sources, in order to assist in meeting the purpose of the Corporation;

2. For charitable, benevolent, eleemosynary, civic, social, literary, cultural and educational purposes, but no part of the activities of the Corporation shall be devoted to carrying on propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or

COMP. CH'D. RPM
COMP. CH'D. RPM

COMPUTER UPDATE COMPLETE
JAT

mw

intervene in any political campaign on behalf of any candidate for public office.

B. The Corporation shall have all the powers permitted to corporations under the laws of Colorado consistent with a corporation to be organized and operated exclusively for charitable, benevolent, eleemosynary, civic, social, literary, cultural and educational purposes within the meaning of Section 501(c)(3) or Section 170(c)(2) of the Internal Revenue Code of 1986, or any superseding section or sections thereof.

ARTICLE IV

The initial registered agent and registered office of the Corporation are as follows:

Patrick A. Gormley
2433 North First Street
Grand Junction, CO 81501-2011

ARTICLE V

The number of directors of the Corporation and the identity of the members of the initial Board of Directors of the Corporation shall be fixed by the bylaws of the Corporation.

ARTICLE VI

The Corporation is not organized for pecuniary gain or profit. It shall have no capital stock and shall not be authorized to issue capital stock or to declare dividends. No part of the Corporation's net earnings shall inure to the benefit of any member, director, officer or individual, except that the Corporation shall be authorized and empowered to pay reasonable compensa-

tion for services rendered in connection with the performance of the Corporation's educational and charitable purposes.

ARTICLE VII

The Corporation shall have no members.

ARTICLE VIII

The services of the Corporation shall be available to all persons regardless of race, color, creed, national origin, or sex.

ARTICLE IX

The real and personal property of the Corporation is and shall be irrevocably dedicated to the purposes set forth in Article III. Upon the liquidation, dissolution, or abandonment of the Corporation, any and all assets remaining after the payment in full of all debts and obligations of the Corporation shall be transferred to any other nonprofit, tax exempt corporation which is organized and operated exclusively for purposes which qualify for exemption under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986, or any superseding section or sections thereof.

ARTICLE X

To the fullest extent permitted by the Colorado Nonprofit Corporation Act, as the same exists or may hereafter be amended, a director of this Corporation shall not be liable to the Corporation for monetary damages for breach of fiduciary duty as a director. The private property of the directors of the Corporation shall be exempt from corporate debts and obligations of whatever nature, as provided by law.

ARTICLE XI

The name and address of the incorporator is:

Patrick A. Gormley
2433 North First Street
Grand Junction, CO 81501-2011

Dated February 8, 1991.

Patrick A. Gormley
Patrick A. Gormley

STATE OF COLORADO)
)ss
COUNTY OF MESA)

I, Irene Carlow, a notary public, hereby certify that on the 8th day of February, 1991, personally appeared before me Patrick A. Gormley, who being by me first duly sworn, declared that he was the person who signed the foregoing document as incorporator and that the statements therein contained are true. He also acknowledged before me that he executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal.

My commission expires 2/22/93.

Irene Carlow
Notary Public

