

## ***Articles of Incorporation for Colorado Adventure Sports***

The undersigned incorporator, a natural person 18 years of age or older, in order to form a corporate entity under sections 7-90-301 *et seq.* and 7-122-101 CRS, adopts the following articles of incorporation.

### **ARTICLE I NAME / REGISTERED OFFICE**

The name of this corporation shall be: Colorado Adventure Sports. The Corporation's registered office is located at: (mailing address - PO Box 746113, Arvada, CO 80006-6113) in Jefferson County.

### **ARTICLE II PURPOSE**

This Corporation is organized exclusively for charitable, educational, and fostering of amateur athletics purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations. To this end, the Corporation shall provide youth camps, trips, events, and activities to underprivileged / disadvantaged youth. Activities will incorporate a focus on teaching essential life skills, such as communication, leadership, and teamwork, and preparation for college-level education. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

### **ARTICLE III LIMITATIONS**

At all times the following shall operate as conditions restricting the operations and activities of the Corporation:

1. No part of the net earnings of the Corporation shall inure to any member of the Corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or Officer of the Corporation, nor to any other private persons, excepting solely such reasonable compensation that the Corporation shall pay for services actually rendered to the Corporation, or allowed by the Corporation as a reasonable allowance for authorized expenditures incurred on behalf of the Corporation;

2. No substantial part of the activities of the Corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the Corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office; and

3. 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 of 1986, as now enacted or hereafter amended.

4. The Corporation shall not lend any of its assets to any Officer or Director of this Corporation or guarantee to any person the payment of a loan by an Officer or Director of this Corporation.

#### **ARTICLE IV DIRECTORS/MEMBERS**

The Corporation may have voting members, and such membership, if any, and classes thereof, shall be as defined in the Corporation's bylaws. The management and affairs of the Corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the Corporation shall be defined by statute and by the Corporation's by-laws. No member or Director shall have any right, title, or interest in or to any property of the Corporation.

#### **ARTICLE V DEBT OBLIGATIONS AND PERSONAL LIABILITY**

No member, Officer or Director of this Corporation shall be personally liable for the debts or obligations of this Corporation of any nature whatsoever, nor shall any of the property of the members, Officers or Directors be subject to the payment of the debts or obligations of this Corporation.

## **ARTICLE VI DISSOLUTION**

Upon the time of dissolution of the Corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the Corporation, for one or more 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. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the Corporation 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 VII INCORPORATOR**

The incorporator of this Corporation is: Steven Jones, (mailing address - PO Box 746113, Arvada, CO 80006-6113) in Jefferson County.

In conformity with the requirements of Part 3 of Article 90 of Title 7, CRS, the undersigned incorporator certifies both that he executes these Articles for the purposes herein stated, and that by such execution, he affirms the understanding that should any of the information in these Articles be intentionally or knowingly misstated, he is subject to the criminal penalties for perjury.