

NOT FOR PROFIT

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ARTICLES OF INCORPORATION

OF

ABATE OF COLORADO

The undersigned, acting as incorporator of a corporation under the Colorado Non-profit Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME

The name of the corporation shall be ABATE of Colorado.

ARTICLE II

DURATION

The duration of the corporation shall be perpetual.

ARTICLE III

PURPOSFS

The corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under §501(c)(3) of the Internal Revenue Code of 1954.

ARTICLE IV

RESTRICTION UPON THE POWERS OF MEMBERS AND OTHERS

No part of the net earnings of the corporation shall inure to the benefit of any member, director or officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes).

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Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under §501(c)(3) of the Internal Revenue Code of 1954, as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas 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 V

STOCK

The corporation shall issue no stock.

ARTICLE VI

REGISTERED OFFICE AND AGENT

The initial registered office of the corporation shall be 32017 County Road 24, Sterling, Colorado 80751, and the name of the initial registered agent at such address shall be George L. Katien, Sr.

ARTICLE VII

BOARD OF DIRECTORS

The number of directors constituting the initial board of directors of the corporation shall be one, and the name and address of that person who shall serve as director until the first meeting is:

George L. Katien, Sr.

32017 County Road 24
Sterling, Colorado 80751

ARTICLE VIII

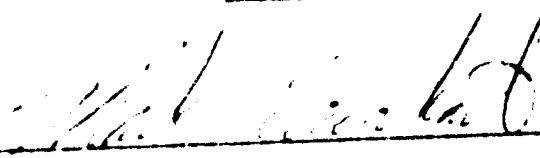
INCORPORATORS

The name and address of the incorporator herein is:

Mark Earmhart

P. O. Box 1201
Sterling, Colorado 80751

IN WITNESS, I have set my hand and seal this 27th day of July, 1983.

 (SEAL)