

ARTICLES OF INCORPORATION 20011194511 C
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FAMILIES OF HOMICIDE VICTIMS AND MISSING PERSONS, Inc. SECRETARY OF STATE
10-09-2001 14:46:08

FIRST

I, HOWARD MORTON, whose post office address is 13939 Stone Chimney Lane, P.O. Box 145, Pine, Colorado 80470, being at least eighteen (18) years of age, am hereby forming a corporation under and by virtue of the Colorado Non-Profit Corporation Act.

SECOND

The name of the Corporation (which is hereafter called the "Corporation") is Families of Homicide Victims and Missing Persons, Inc.

THIRD

The purposes for which the Corporation is formed are:

(a) The Corporation is organized generally to provide support and funding to assist in disposition and solving of cases involving murder or disappearance of loved ones, most of which are charitable in nature, including, for such purposes, the making of distributions to persons and/or organizations that qualify as exempt persons and/or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), and, more specifically, to receive and administer funds for the aforementioned purposes, for the public welfare, and to that end to take and hold, by bequest, devise, gift, purchase, or lease, either absolutely or in trust for such objects and purposes or any of them, any grants, property, real, personal or mixed, without limitation as to amount of value, except such limitations, if any, as may be imposed by law; to sell, convey, and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expend the income therefrom for any of the before-mentioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; to receive any grants, property, real, personal or mixed, in trust, under the terms of any grant, will, deed of trust, or other trust instrument for the foregoing purposes or any of them, and in administering the same to carry out the directions, and exercise the powers contained in the trust instrument under which the property is received, including the expenditure of the principal as well as the income, for one or more of such purposes, if authorized or directed in the trust instrument under which it is received but no gift, bequest or devise of any such property shall be received and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or organization other than a "charitable organization" or for other than "charitable purposes" within the meaning of such terms as defined in these Articles of Incorporation. or as shall in the opinion of the Board of Directors, jeopardize the federal income tax exemption of the Corporation pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as now in force or afterwards amended; to receive, take title to, hold, and

use the proceeds and income of stocks, bonds, obligations, or other securities of any corporation or corporations, domestic or foreign, but only for the foregoing purposes, or some of them; and, in general, to exercise any, all and every power for which a nonprofit corporation organized under the applicable provisions of the Colorado law for educational and charitable purposes, all for the public welfare, can be authorized to exercise, but only to the extent the exercise of such powers is in furtherance of exempt purposes.

(b) No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, 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 the purposes set forth in these Articles of Incorporation. 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 in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of 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 (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

(c) In furtherance of its corporate purposes, the Corporation shall have all the general powers enumerated in §7-22-101 of the Colorado Nonprofit Corporation Act.

FOURTH

The post office address of the principal office of the Corporation in this State is P.O. Box 145, Pine, Colorado 80470. The name and post office address of the Registered Agent of the Corporation in this State are Howard Morton, 13939 Stone Chimney Lane, P.O. Box 145, Denver, Colorado 80470.

FIFTH

The Corporation is not organized for profit; it shall have no capital stock and shall not be authorized to issue capital stock. The number of qualifications for and other matters relating to its members shall be as set forth in the Bylaws of the Corporation.

SIXTH

The number of Directors of the Corporation shall be seven (7), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than two (2). The names of the Directors, who shall act until the first annual meeting or until their successors are duly chosen and qualified, are:

Mark Reichert
2204 5th Street
Greeley, CO 80631

Phyllis Tigges
19825 Sundance Trail
Monument, CO 80232

James Stewart
1866 S. Newton St.
Denver, CO 80219-4503

Howard Morton
13939 Stone Chimney Ln
P.O. Box 145
Pine, CO 80470

Diane Bennett-Williams
2835 Ash Street
Denver, CO 80207

Jerri Reichert
103 Ward Court
Lakewood, CO 80228

Dorothy Wilson
1818 Marion Street, #202
Denver, CO 80218

SEVENTH

Upon the dissolution of the Corporation's affairs, or upon the abandonment of the Corporation's activities due to its impracticable or inexpedient nature, the assets of the Corporation then remaining in the hands of the Corporation shall be distributed, transferred, conveyed, delivered and paid over to any charitable organization (as herein defined) of this or any other State, having a similar or analogous character or purpose, in some way associated with or connected with the corporation to which the property previously belonged.

EIGHTH

The Corporation may by its By-laws make any other provisions or requirements for the arrangement or conduct of the business of the Corporation, provided the same be not inconsistent with these Articles of Incorporation nor contrary to the laws of the State of Colorado or of the United States. Changes to these Articles of Incorporation, or the By-laws, which would impair tax-exempt status or allow money to be used for nonexempt purposes are prohibited.

NINTH

In these Articles of Incorporation,

(a) References to "Families of Homicide Victims and Missing Persons" or "charitable organization" means corporations, trusts, funds, foundations or community chests created or organized in the United States, or in any of its possessions, whether under the laws of the United States, any state or territory, the District of Columbia, or any possession of the United States, organized and operated exclusively for charitable purposes, no part of the net earnings of which inures or is payable to or for the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda or otherwise attempting to influence legislation and which do not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidates for public office. It is intended that the organization described in this Article NINTH shall be entitled to exemption from federal income tax under Section 501 (c)(3) of the Internal Revenue Code of 1986, as now in force or afterwards amended.

(b) The term "charitable purposes" shall be limited to, and shall include only, education, assistance to victims and law enforcement, religious, charitable, scientific testing for public safety, literary or health care purposes within the meaning of the terms used in section 501(c)(3) of the Internal Revenue Code of 1986 but only such purposes as also constitute public charitable purposes under the laws of the United States, including, but not limited to, the granting of scholarships to young men and women to enable them to attend educational institutions.

TENTH

(a) The Corporation shall have voting members.

(b) The Corporation shall account for its income each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(c) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws.

(d) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws.

(e) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(f) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(g) The Corporation's services shall be available to all persons regardless of race, color, creed, national origin, sex or handicap, and the Corporation shall not discriminate against anyone on these grounds.

ELEVENTH

The period of duration of the Corporation shall be perpetual.

TWELFTH

The Corporation shall indemnify its directors to the full extent permitted by Colorado law.

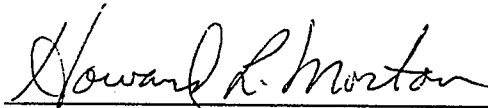
THIRTEENTH

13.1 Breach of Fiduciary Duty. The personal liability of a director to the Corporation or its members for monetary damages for breach of fiduciary duty as a director is limited to the full extent provided by Colorado law.

13.2 Obligations of the Corporation. The directors, officers, employees and members of the Corporation shall not, as such, be liable on its obligations.

13.3 Wanton and Willful Acts. Directors shall not be liable for actions taken or omissions made in the performance of corporate duties except for wanton and willful acts.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this eighth (8th) day of October, 2001, and I acknowledge the same to be my act.



HOWARD L. MORTON, Registered Agent
13939 Stone Chimney Lane, P.O. Box 145
Pine, Colorado 80470



HOWARD L. MORTON, Incorporator

