

AMENDED AND RESTATED ARTICLES OF INCORPORATION

NONPROFIT

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

108

DN 871356974

CONGRESS PARK NEIGHBORS

94114434 \$60.00
SECRETARY OF STATE
12-20-94 14:06

Pursuant to 7-21-107, 7-21-108(1)(c) and (1)(d) and 7-21-110(7), Colorado Revised Statutes, amendments to and a restatement of the articles of incorporation of Congress Park Neighbors, Inc., were duly adopted at a meeting of the board of directors held on November 17, 1994, by receiving the vote of a majority of the directors in office. There are no members of the corporation entitled to vote to amend or restate its articles of incorporation. The corporation was originally incorporated under the name of Congress Park Neighbors, and its original articles of incorporation were filed with the Secretary of State of Colorado on October 10, 1978. This document correctly sets forth the provisions of the articles of incorporation, as amended. They have been duly adopted as required by law, and they supersede the original articles of incorporation and all amendments thereto.

FIRST. The name of the corporation is Congress Park Neighbors, Inc.

SECOND. The registered office of said corporation is located at 1080 Clayton Street, Denver, Colorado 80206. The registered agent at that office is Kathy Fay.

THIRD. Said corporation is organized exclusively for charitable, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code. References to sections of the Internal Revenue in these articles shall also refer to corresponding sections of any future federal tax code.

FOURTH. The corporation shall have members whose qualifications shall be established by its bylaws. The affairs and management of this corporation are to be under the control of the Board of Directors consisting in any one year of not less than one nor more than 25 elected directors, elected by the members for such terms as shall be established by its bylaws, and, in addition, such ex officio directors as shall be designated in the bylaws.

FIFTH. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Article Third hereof. No substantial part of the

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COMPUTER UPDATE COMPLETE

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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 or in opposition to 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, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code.

SIXTH. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue 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.

SEVENTH. The Board of Directors shall have power to amend the Articles of Incorporation and to make and amend such bylaws as they may deem proper for the management of the affairs of this corporation according to the statute in such case made and provided.

Claude M. Maer
Asst Secretary

STATE OF COLORADO)
CITY AND COUNTY OF DENVER) ss.

The foregoing instrument was acknowledged before me on 12/20/94, 1994, by Claude M. Maer, the Asst Secretary.

WITNESS my hand and official seal.

My commission expires: 02/18/96.

[Signature]
Notary Public
333 Logan St #220
Denver, CO