

ARTICLES OF INCORPORATION
HISTORIC DOUGLAS COUNTY, INC.
A Nonprofit Corporation

Pursuant to the provision of the Revised Colorado Nonprofit Corporation Act, the undersigned incorporators hereby adopt the following Articles of Incorporation:

ARTICLE I
Name

The name of this nonprofit corporation is: Historic Douglas County, Inc. hereafter in this document referenced as "the corporation."

ARTICLE II
Registered Agent and Corporate Addresses

Registered Agent

The name of the consenting, initial registered agent is: Mary O'Pry.

The address of the registered agent is: 11 South Highway 67, Sedalia, County of Douglas, Colorado 80135.

Corporate Address of Record

The address of record of the corporation is: 9292 Ridgeline Boulevard, Highlands Ranch, Colorado 80129-2378.

Mailing Address

The mailing address of the corporation is: ATTN: Dorothy Hargrove/Shawn Boyd, 9292 Ridgeline Boulevard, Highlands Ranch, Colorado 80129-2378.

ARTICLE III
Purpose

Section 1 Purpose

The purpose of the corporation is communication and advocacy of activities directed at the expansion and enrichment of public awareness of local history.

Section 2 Achievement of Purpose

The corporation will accomplish its specified purpose through charitable, cultural, scientific-research-supported, and educational outreach activities consistent with a corporation exempt from Federal Income Tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

ARTICLE IV
Duration

The corporation shall exist in perpetuity from and after the date of filing this Certificate of Incorporation with the Secretary of the State of Colorado, unless dissolved or unincorporated according to the law.

ARTICLE V
Membership

Membership will be open to anyone interested in furthering the purpose of the corporation as stated in Article III, regardless of age, race, sex, color, creed, religion, national origin, sexual orientation or disability. The classes, rights, qualifications and obligations of members of the corporation are as stated in the Bylaws of the corporation.

ARTICLE VI
Board of Directors

Section 1 Board Structure

The corporation will be governed by a Board of Directors composed of President, Vice-President, Secretary, Treasurer, and Assistant Secretary-treasurer elected by the election process stated in the Bylaws and by a majority vote of the corporation's membership.

(ARTICLE VI, Board of Directors, continued...)

Section 2 Indemnification

The corporation shall indemnify any director or former director of the corporation against all expenses actually and reasonably incurred by him or her in connection with the settlement or defense of any action, suit or proceeding, civil or criminal, in which he or she is involved or made a party by reason of being or having been such director. This indemnity, however, shall not extend to matters as to which such person shall be adjudged in such action, suit or proceeding, civil or criminal, to be liable for negligence or misconduct in performance of duty to the corporation. The foregoing right of indemnification shall not be exclusive of other rights to which any director may be entitled as a matter of law.

ARTICLE VII
Income Distribution

No part of the net income of the corporation shall inure to the benefit of or be distributable to its directors, members or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation. The corporation shall not participate in, or intervene in (including the publishing and 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 by a corporation exempt from Federal Income Tax under IRC 501(c)(3) or the corresponding section of any future federal tax code.

ARTICLE VIII
Amendments

All proposed changes to these Articles of Incorporation, including an explanation of such changes, shall be presented by the Board of Directors of the corporation to the members thirty (30) days before any meeting.

These Articles of Incorporation may be amended by a two-thirds (2/3) vote of the membership present at a regular or special meeting called by the Board of Directors.

ARTICLE IX
Dissolution

Upon the dissolution of the corporation, the Board of Directors 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 as shall at the time qualify as an exempt organization or organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors 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 registered office of the corporation is located, exclusively for such purposes or to an organization or organizations, as the Court shall determine, which are organized and operated exclusively for purposes similarly related to those of the corporation.

Incorporator:

Mary O'Pry
11 South Highway
Sedalia, Colorado 80135