

NONPROFIT

ARTICLES OF INCORPORATION OF COLORADO YOUTH AT RISK, INC.

FILED

The undersigned person(s) acting as incorporator(s) of corporation under the Colorado Non-Profit Corporation Act, signed, and acknowledge the following articles of incorporation for such corporation:

MAY 20 1992
COLORADO
DEPARTMENT OF STATE

ARTICLE I
NAME

The name of the corporation is: Colorado Youth at Risk, Inc.

ARTICLE II
DURATION

The period of duration is perpetual.

ARTICLE III
PURPOSES

The purpose or purposes for which the corporation is organized is: To provide long term, cost free, programs for youths at risk in the Colorado community in cooperation with existing agency. Colorado Youth at Risk is intended to create a program for community intervention for the use of community based volunteers into the problems of juvenile delinquency in our state. Colorado Youth at Risk will be a non-profit agency and no part of the income or profit shall be distributable to its members, directors, or officers.

ARTICLE IV
POWERS

In furtherance of the foregoing purposes, the corporation shall have and may exercise all the rights, powers, and privileges now or hereafter conferred upon corporations organized under the Colorado Non-Profit Corporation Act. THERE SHALL BE NO MEMBERS.

ARTICLE V
REGISTERED OFFICE AND AGENT

The address of the initial registered office of the corporation in Colorado is:

899 Logan Street, Suite 103
Denver, Colorado 80203

The name of its initial registered agent at such address is:

Glenna Norvelle

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ARTICLE VI
DISSOLUTION

Provisions regarding the distribution of assets on dissolution are: All assets shall be donated to the Breakthrough Foundation or other non-profit organizations.

ARTICLE VII
INITIAL DIRECTORS

The number of directors constituting the initial Board of Directors of the corporation is two, and the names and addresses of the persons who are to serve as the initial directors are:

Glenna Norvelle
845 Emerson Street, #1
Denver, Colorado 80218

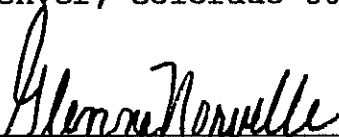
Regina M. Rodriguez
945 Marion Street, #7
Denver, Colorado 80218

ARTICLE VIII
INCORPORATORS

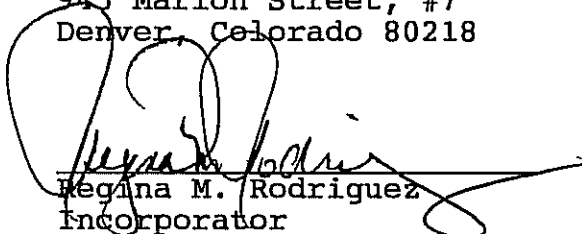
The name and address of each incorporator is:

Glenna Norvelle
845 Emerson Street, #1
Denver, Colorado 80218

Regina M. Rodriguez
945 Marion Street, #7
Denver, Colorado 80218



Glenna Norvelle
Incorporator



Regina M. Rodriguez
Incorporator

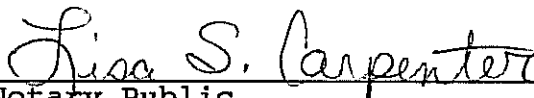
STATE OF COLORADO)
) ss.
COUNTY OF DENVER)

Subscribed and sworn to before me this 20th day of May, 1992, by Glenna Norvelle and Regina M. Rodriguez, Incorporators.

Witness my hand and official seal.

My commission expires: 3/13/93.

(seal)



Notary Public

Submit in duplicate

Fee: \$15.00 ~~15.00~~ \$25.00

This document must be typewritten

RECEIVED
1993 JAN 27 AM 10:48
SECRETARY OF STATE
STATE OF COLORADO

MAIL TO:
COLORADO SECRETARY OF STATE
CORPORATIONS OFFICE
1560 Broadway, Suite 200
Denver, Colorado 80202
(303) 894-2200

for office use only

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ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION

Pursuant to the provisions of the Colorado Nonprofit Corporation Act, the undersigned corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST: The name of the corporation is Colorado Youth at Risk, INC. (NOTE 1)

SECOND: The following amendment of the Articles of Incorporation was adopted on the 21 day of December 19 92, in the manner prescribed by the Colorado Nonprofit Corporation Act, according to the procedure marked with an X below:

 a quorum of members was present at such meeting, and the amendment received at least two-thirds of the votes which members present or represented by proxy were entitled to cast.

 such amendment was adopted by a consent in writing signed by all members entitled to vote with respect thereto.

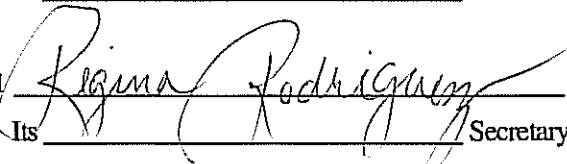
 x there are no members, or no members entitled to vote thereon, such amendment received the vote of a majority of the directors in office.

Please add to
Article VI, the dissolution provision

"However, if the named recipient is not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distribution, then the assets of this organization shall be distributed to a fund, foundation or organization which is organized and operated exclusively for the purposes specified in section 501(c)(3) of the Internal Revenue Code."



Its _____ President

and 

Its _____ Secretary

NOTE (1) If this is a change of name amendment, the name to be typed in PARAGRAPH FIRST is the corporation name before this amendment is filed.