

ARTICLES OF INCORPORATION OF FRIENDS OF THE COLORADO TALKING BOOK LIBRARY INC.

(AKA - FRIENDS OF THE COLORADO LIBRARY FOR
THE BLIND AND PHYSICALLY HANDICAPPED, INC.)

WE, THE UNDERSIGNED NATURAL PERSONS OF THE AGE OF TWENTY-ONE YEARS OR MORE, ACTING AS INCORPORATORS OF A CORPORATION UNDER THE COLORADO NON-PROFIT CORPORATION ACT, ADOPT THE FOLLOWING ARTICLES OF INCORPORATION FOR SUCH CORPORATION.

FIRST: THE NAME OF THE CORPORATION IS FRIENDS OF THE COLORADO LIBRARY FOR THE BLIND AND PHYSICALLY HANDICAPPED, INC.

SECOND: THE PERIOD OF ITS DURATION IS PERPETUAL.

THIRD: THE PURPOSES FOR WHICH THIS CORPORATION IS ORGANIZED SHALL BE TO MAINTAIN AN ASSOCIATION OF PERSONS CONCERNED WITH AND INTERESTED IN THE BLIND AND PHYSICALLY HANDICAPPED; TO CALL PUBLIC ATTENTION TO THE NEEDS AND ACHIEVEMENTS OF AGENCIES PROVIDING LIBRARY SERVICES FOR THESE GROUPS; TO RECEIVE AND ENCOURAGE GIFTS, ENDOWMENTS AND BEQUESTS FOR THESE LIBRARY SERVICES; TO DEVELOP MORE LIBRARY SERVICES FOR THE BLIND AND PHYSICALLY HANDICAPPED WITH THE OBJECT OF INCREASING THEIR INDEPENDENCE AND USEFULNESS IN THE STATE.

FOURTH: THE ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS 1624 9TH AVENUE, GREELEY, CO 80631, AND THE NAME OF ITS INITIAL REGISTERED AGENT AT SUCH ADDRESS IS GRACE NAPIER.

FIFTH: THE ADDRESS OF THE PLACE OF BUSINESS IS 2030 CHAMPA STREET, DENVER, CO 80205.

SIXTH: THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS CONSTITUTING THE INITIAL

BOARD OF DIRECTORS OF THE CORPORATION IN NINE AND THE NAMES AND ADDRESS OF THE PERSONS WHO ARE TO SERVE AS DIRECTORS UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS OR UNTIL THEIR SUCCESSORS ARE ELECTED AND SHALL QUALIFY ARE:

<u>NAME:</u>	<u>ADDRESS:</u>
GRACE NAPIER	1624 - 9TH AVENUE GREELEY, CO 80631
JUDY MILLER	1762 SOUTH MAGNOLIA DENVER, CO 80222
KAREN SELFRIDGE	4643 BATAVIA PLACE DENVER, CO 80220
DON FREEMAN	544 WEST EASTER AVE LITTLETON, CO 80120
ROBERT CARON	2200 - 37TH STREET, #9 EVANS, CO 80620
JUDY HASKINS	2915 SOUTH DAHLIA DENVER, CO 80220
DIANE MC GEORGE	1608 STEELE DENVER, CO 80206
KAREN KARSH	6600 EAST NEVADA PL. DENVER, CO 80222
JOHN BEAR	1801 GRANT, APT. #208 DENVER, CO 80203

SEVENTH: THE NAME AND ADDRESS OF EACH INCORPORATOR IS:

<u>NAME:</u>	<u>ADDRESS:</u>
JOSEPH A. MEYERS	249 FRANKLIN STREET DENVER, CO 80218

LAWRENCE V. MOTT

656 CORONA STREET
DENVER, CO 80218

BRYANT MOORE

1127 SOUTH HARRISON
DENVER, CO 80210

EIGHTH: NO PART OF THE NET EARNING OF THE CORPORATION SHALL INURE TO THE BENEFIT OF OR BE DISTRIBUTABLE TO ITS MEMBERS, TRUSTEES, 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 PURPOSE SET FORTH IN ARTICLE THIRD HEREOF. 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. NOT WITHSTANDING 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 SECTIONS 501 (C) (3) OF THE INTERNAL REVENUE CODE OF 1954 (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 1954 (OR THE CORRESPONDING PROVISION OF ANY FUTURE UNITED STATES INTERNAL REVENUE LAW).

NINTH: 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 SECTION 501 (C) (3)

