

OFFICE OF THE SECRETARY OF STATE  
OF THE STATE OF COLORADO

**CERTIFICATE OF DOCUMENT FILED**

I, Wayne W. Williams, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office, the attached document is a true and complete copy of the

Articles of Incorporation

with Document # 19871655110 of  
PIKES PEAK HABITAT FOR HUMANITY, INC.

Colorado Nonprofit Corporation

(Entity ID # 19871655110 )

consisting of 7 pages.

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 01/26/2018 that have been posted, and by documents delivered to this office electronically through 01/30/2018 @ 11:25:55.

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, and issued this official certificate at Denver, Colorado on 01/30/2018 @ 11:25:55 in accordance with applicable law. This certificate is assigned Confirmation Number 10689115 .



A handwritten signature in blue ink that reads "Wayne W. Williams".

Secretary of State of the State of Colorado

\*\*\*\*\*End of Certificate\*\*\*\*\*  
*Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Validate a Certificate page of the Secretary of State's Web site, <http://www.sos.state.co.us/biz/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us/> click "Businesses, trademarks, trade names" and select "Frequently Asked Questions."*

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ARTICLES OF INCORPORATION  
OF  
PIKES PEAK HABITAT FOR HUMANITY, INC.  
A COLORADO NONPROFIT CORPORATION

ARTICLE 1

The name of the Corporation is PIKES PEAK HABITAT FOR HUMANITY, INC.

ARTICLE 2

PERIOD OF DURATION

The period of duration of the Corporation is perpetual.

ARTICLE 3

PURPOSES AND POWERS

Section 3.01. ~~PURPOSES~~. The purposes for which the Corporation is organized are as follows:

To engage in any lawful activity to promote the welfare of low-income persons who have inadequate housing by making low-cost housing available to such persons. In order to accomplish this purpose, the Corporation shall be permitted to do any or all of the following:

- a. To implement the gospel of Jesus Christ, by working with economically disadvantaged people without regard to race, creed, color or sex, to help them create a better human habitat in which to live and work;
- b. To communicate the gospel of Jesus Christ, by means of the spoken word and by distribution of Bibles and other Christian literature.
- c. To build or rehabilitate low-cost housing and sell such housing on a no-profit, no-interest basis.
- d. To cooperate with other benevolent and charitable organizations to develop better habitats for economically disadvantaged people.

COMP. CH'D. T.R.

COMPL. DATE COMPLETED  
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**Section 3.02. Ancillary Purposes.** To do everything necessary, proper, advisable, or convenient for the accomplishment of the foregoing purposes, and to do all other things incidental to them or connected with them that are not forbidden by other law, or by these Articles of Incorporation.

**Section 3.03. Powers.** The Corporation, subject to any specific written limitations or restrictions imposed by the Act or by these Articles of Incorporation, shall have and exercise the following powers:

(a) **Statutory Powers.** To have and exercise all the powers specified in the Colorado Non Profit Corporations Act;

(b) **Guaranties.** To make any guaranty respecting indebtedness, interest, contracts, or other obligations created by any domestic or foreign corporations, associations, partnerships, individuals, or other entities;

(c) **Construction of Powers.** Each of the foregoing clauses of this Section shall be construed as independent powers and the matters expressed in each clause shall not, unless otherwise expressly provided, be limited by reference to, or inference from, the terms of any other clause. The enumeration of specific powers shall not be construed as limiting or restricting in any manner either the meaning of general terms used in any of these clauses, or the scope of the general powers of the Corporation created by them; nor shall the expression of one thing in any of these clauses be deemed to exclude another not expressed, although it be of like nature.

**Section 3.04. Carrying Out of purposes and Exercise - of Powers in Any Jurisdiction.** The Corporation may carry out its purposes and exercise its powers in any state, territory, district, or possession of the United States, or any foreign country.

**Section 3.05. Direction of Purposes and Exercise - of Powers By Directors.** The Board of Directors, subject to any specific written limitations or restrictions imposed by the Act or by these Articles of Incorporation, shall direct the carrying out of the purposes and exercise the powers of the Corporation without previous authorization or subsequent approval by the members of the Corporation.

**Section 3.06.** No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for service rendered and to make payments and distributions in furtherance of the purposes set forth in Article Three hereof.

Section 3.07. 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.

Section 3.08. 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 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).

Section 3.09. No loan shall be made by the corporation to an officer or director.

Section 3.10. 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 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) of the Internal Revenue Code of 1954 (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 District Court 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.

#### ARTICLE 4

#### PROVISIONS FOR REGULATIONS OF THE INTERNAL AFFAIRS OF THE CORPORATION

Section 4.01 Bylaws. The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or to adopt new Bylaws shall be

vested in the Board of Directors.

Section 4.02. Transactions in Which Directors Have an Interest. Any contract or other transaction between the Corporation and one or more of its directors, or between the Corporation and any firm of which one or more of its directors are shareholders, members, directors, officers, or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of the director or directors at the meeting of the Board of Directors of the Corporation that acts upon, or in reference to, the contract or transaction, and notwithstanding his or their participation in the action, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall, nevertheless, authorize or ratify the contract or transaction and the contract or transaction is fair and reasonable to the Corporation, the interested director or directors to be counted in determining whether a quorum is present and to be entitled to vote on such authorization or ratification. This section shall not be construed to invalidate any contract or other transaction that would otherwise be valid under the common and statutory law applicable to it.

Section 4.03. Indemnification and Related Matters.

Power to Indemnify. The corporation shall have power to indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he is or was a director, officer, employee or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses including attorney's fees, judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding.

Section 4.04 Removal of Directors. At a special meeting of the shareholders called expressly for that purpose, Directors may be removed in the manner provided in this section. The entire Board of Directors may be removed, with or without cause, by a vote of the holders of a majority of the memberships then entitled to vote at an election of Directors.

Section 4.05. Amendment of Articles of Incorporation. The Corporation reserves the right to amend the Articles of Incorporation in any manner.

ARTICLE 5

ADDRESS OF INITIAL REGISTERED OFFICE AND  
NAME OF INITIAL REGISTERED AGENT

Section 5.01. Registered Office. The address of the initial registered office of the Corporation is 15-C E. Bijou, Colorado Springs, Colorado. *50903*

Section 5.02 Registered Agent. The name of the initial registered agent of the Corporation is Robert Buckner.

ARTICLE 6

DATA RESPECTING DIRECTORS

Section 6.01. Initial Board of Directors. The initial Board of Directors shall consist of seven members, who need not be residents of the State of Colorado or shareholders of the Corporation.

Section 6.02 Names and Addresses. The names and addresses of the persons, a majority of whom are citizens of the United States, who are to serve as Directors until the first annual meeting of shareholders and until their successors shall have been elected and qualified, follow:

David Shelman  
516 W. Hancock  
Colo. Springs, CO 80903

Harry Wolverton  
2830 Casden Circle  
Colo. Springs, CO 80909

Kenneth Conklin  
2334 N. Circle Drive  
Colo. Springs, CO 80909

Anna Foster  
P.O. Box 26013  
Colo. Springs, CO 80936

Robert Buckner  
515 N. Tejon, Apt #5  
Colo. Springs, CO 80903

Fred O'Connell  
1420 Querida Drive  
Colo. Springs, CO 80909

Robert Honeywell  
P.O. Box 54  
Colo. Springs, CO 80901

Section 6.03. Increase or Decrease of Directors. The number of Directors may be increased or decreased from time to time by amendment of the Bylaws; but no decrease shall have the effect of reducing such number below three or of shortening the term of any incumbent director. In the absence of a provision in the Bylaws fixing the number of Directors, the number shall be seven.

## ARTICLE 7

### MEMBERS

Section 7.01. Number. The aggregate number of members that shall belong to the corporation shall be determined by the Board of Directors.

Section 7.02. Qualifications. Qualifications to become a member of the corporation shall be determined by the Board of Directors.

Section 7.03. Meetings. An annual meeting of members will be held as provided in the bylaws. Additional meetings of members may be held when called by the Board of Directors or any officer of the corporation.

Section 7.04. Notice of Meetings. Notice of meetings shall be as provided for in the bylaws.

Section 7.05. Classes of Members. There shall be as many classes of members in the corporation as may be decided by the Board of Directors.

Section 7.06. Voting. Each member shall have one vote at all meetings. Said vote may be exercised in person or by proxy.

## ARTICLE 8

### DATA RESPECTING INCORPORATOR

The name and address of the incorporator of the Corporation, a natural person and citizen of the United States, is Dale W. Pedersen, 3 South Tejon Street, Suite 315, Colorado Springs, Colorado 80903.

EXECUTED this 24th day of January,  
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Dale W. Pedersen


VERIFICATION

STATE OF COLORADO )  
                          ) ss.  
COUNTY OF EL PASO )

I, the undersigned, a Notary Public duly commissioned to take acknowledgements and administer oaths in the State of Colorado, do hereby certify that on this day, personally appeared before me Dal. W. Pedersen, who, being by me first duly sworn, declared that he is the only incorporator referred to in Article 8 of the foregoing Articles of Incorporation, and that he signed these Articles as such and that the statements contained therein are true.

Witness my hand and seal this 24th day of January, 1986.

My commission  
expires: January 14, 1990

  
Notary Public  
3 S. Tejon Street,  
Colorado Springs, CO 80903