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Articles of Incorporation for a Nonprofit Corporation

filed pursuant to § 7-122-101 and § 7-122-102 of the Colorado Revised Statutes (C.R.S.)

1. The domestic entity name for the nonprofit corporation is Foundation for Justice for All, Inc.
(Caution: The use of certain terms or abbreviations are restricted by law. Read instructions for more information.)

2. The principal office address of the nonprofit corporation's initial principal office is

Street address 700 17th Street Suite 2000
(Street number and name)

Denver CO 80202
(City) (State) (ZIP/Postal Code)

United States
(Province – if applicable) (Country)

Mailing address
(leave blank if same as street address)

700 12th Street NW
(Street number and name or Post Office Box information)

Suite 700

Washington DC 20005
(City) (State) (ZIP/Postal Code)

United States
(Province – if applicable) (Country)

3. The registered agent name and registered agent address of the nonprofit corporation's initial registered agent are

Name
 (if an individual)

(Last) (First) (Middle) (Suffix)

OR

(if an entity)

Zakhem Law, LLC
(Caution: Do not provide both an individual and an entity name.)

Street address

700 17th Street Suite 2000
(Street number and name)

Denver CO 80202
(City) (State) (ZIP Code)

Mailing address
(leave blank if same as street address) _____
(Street number and name or Post Office Box information)

(City) CO _____
(State) (ZIP Code)

(The following statement is adopted by marking the box.)

The person appointed as registered agent above has consented to being so appointed.

4. The true name and mailing address of the incorporator are

Name
(if an individual) _____
(Last) (First) (Middle) (Suffix)

OR

(if an entity) Zakhem Law, LLC
(Caution: Do not provide both an individual and an entity name.)

Mailing address 700 17th Street Suite 2000
(Street number and name or Post Office Box information)

Denver CO 80202
(City) (State) (ZIP/Postal Code)
United States
(Province – if applicable) (Country)

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

The corporation has one or more additional incorporators and the name and mailing address of each additional incorporator are stated in an attachment.

5. (If the following statement applies, adopt the statement by marking the box.)

The nonprofit corporation will have voting members.

6. (The following statement is adopted by marking the box.)

Provisions regarding the distribution of assets on dissolution are included in an attachment.

7. (If the following statement applies, adopt the statement by marking the box and include an attachment.)

This document contains additional information as provided by law.

8. (Caution: Leave blank if the document does not have a delayed effective date. Stating a delayed effective date has significant legal consequences. Read instructions before entering a date.)

(If the following statement applies, adopt the statement by entering a date and, if applicable, time using the required format.)

The delayed effective date and, if applicable, time of this document is/are _____
(mm/dd/yyyy hour:minute am/pm)

Notice:

Causing this document to be delivered to the Secretary of State for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that the document is the individual's act and deed, or that the individual in good faith believes the document is the act and deed of the person on whose behalf the individual is causing the document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S., the constituent documents, and the organic statutes, and that the individual in good faith believes the facts stated in the document are true and the document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the Secretary of State, whether or not such individual is named in the document as one who has caused it to be delivered.

9. The true name and mailing address of the individual causing the document to be delivered for filing are

<u>Zakhem</u>	<u>John</u>		
<small>(Last)</small>	<small>(First)</small>	<small>(Middle)</small>	<small>(Suffix)</small>
<u>700 17th Street Suite 2000</u>			
<small>(Street number and name or Post Office Box information)</small>			
<hr/>			
<u>Denver</u>	<u>CO</u>	<u>80202</u>	
<small>(City)</small>	<small>(State)</small>	<small>(ZIP/Postal Code)</small>	
<u></u>	<u>United States</u>	<u></u>	
<small>(Province – if applicable)</small>	<small>(Country)</small>		

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

- This document contains the true name and mailing address of one or more additional individuals causing the document to be delivered for filing.

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ATTACHMENT TO THE ARTICLES OF INCORPORATION
OF THE
FOUNDATION FOR JUSTICE FOR ALL, INC.

The Foundation for Justice for All, Inc., hereafter referred to in this document as the “Corporation,” is organized exclusively for social welfare purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(4) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earnings 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 section 501(c)(4) purposes. The Corporation may participate in, or intervene in, political campaigns on behalf of or in opposition to any candidate for public office; however, the Corporation shall not allow such activities to become its primary purpose.

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 operating under section 501(c)(4) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

No person shall possess any property right in or to the property or assets of the Corporation, nor shall any part of the Corporation’s net earnings inure to the benefit of any private member, shareholder or individual.

In a manner not inconsistent with law regarding the distribution of assets upon dissolution, upon dissolution of this Corporation as provided in these Articles, all assets remaining after payment of any and all outstanding liabilities shall be distributed to and among one or more charitable, religious, educational or scientific organizations which would then qualify as exempt organizations under the provisions of Section 501(c)(3) of the Internal Revenue Code or to civic leagues and social welfare organizations which would then qualify as exempt organizations under the provisions of Section 501(c)(4) of the Internal Revenue Code, or any successor law, as applicable; and to organizations which have purposes and objects similar to those of the Corporation, as determined by the Board of Directors of the Corporation. The organizations to receive such property, and their respective shares and interests, shall be determined by the Board of Directors of the Corporation. In no event shall any assets be distributed to any elected official personally or to any such official’s campaign committee.

Any such assets not disposed of shall be disposed of by a court of competent jurisdiction for the county in which the principal office of the Corporation is then located, in a manner not inconsistent with law regarding the distribution of assets upon dissolution and exclusively to organizations which have purposes and objects similar to those of the Corporation, or to such

organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.