

DNC-19871380903

CHANGE OF
R.O.R.A.

**NORTHERN COLORADO AMATEUR RADIO CLUB, Inc.
RESTATED ARTICLES OF INCORPORATION**

The UNDERSIGNED natural person, Paul Edward Gage Jr., residing at 1533 1/2 9th Street, Greeley, Colorado 80631-3113, being over the age of eighteen years, is the incorporator herein and hereby adopts the following Articles of Incorporation for the purpose of establishing a Corporation under the provisions of the Colorado Non-profit Corporation Act.

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**ARTICLE I
Name**

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Section 1. The corporate name of our said Corporation shall be Northern Colorado Amateur Radio Club, Inc., located at 1533 1/2 9th Street, Greeley, Colorado 80631-3113, hereinafter referred to as the Corporation.

FILED
VICTORIA BUCKLEY
COLORADO SECRETARY OF STATE

**ARTICLE II
Duration**

This Corporation shall exist in perpetuity, from the date of the filing of these Articles of Incorporation with the Secretary of the State of the State of Colorado, unless dissolved according to law.

**ARTICLE III
Purpose and Powers**

Section 1. This corporation shall be organized and operated exclusively for charitable, scientific, testing for public safety, literary, or educational purposes. The general nature, purposes, objectives and goals of the Corporation shall be:

- A. To provide emergency and voluntary non-commercial amateur radio communication assistance upon request to non-profit agencies, organizations, and municipalities including the American Red Cross and other public disaster assistance and public welfare organizations in the Larimer, Weld, and Jackson County area.
- B. To organize, promote, and support training, study, research, operation and evaluation in the techniques, arts and sciences of radio and the related means of communication; the construction, operation and maintenance of radio and associated equipment of whatever kind that may be an adjunct to the activities of the Club and/or its members, and to provide programs and activities exclusively for charitable and educational purposes relating to amateur radio, radio communications, public service and emergency communications, all within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

COMPLETED BY [unclear]

RM

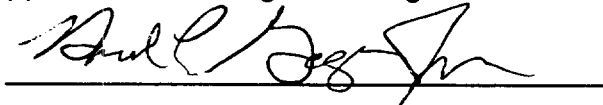
- C. To develop a favorable understanding and relationship between its members and the general public and other specialized groups whose objectives are compatible with those of the Corporation and can be complemented by the activities of the Corporation.
- D. In general, to carry on any activities not contrary to the laws of the State of Colorado relating to corporations not for profit, and not contrary to the laws of the State of Colorado relating to corporations not for profit, and not contrary to the United States Internal Revenue Code Section 501(c)(3) or such other provisions as may be applicable to such activity.

**ARTICLE IV
Registered Office and Agent**

The name and address of the initial registered agent is: Paul Edward Gage Jr., 1533 ½ 9th Street, Greeley, Colorado 80631-3113.

The registered and principal office shall be located at: 1533 ½ 9th Street, Greeley, Colorado 80631-3113

Written Consent of Registered Agent: Paul Edward Gage, Jr., hereby consents to the appointment as Registered Agent of the Northern Colorado Amateur Radio Club, Inc.



Paul Edward Gage, Jr., Registered Agent

**ARTICLE V
Membership**

Section 1. Membership in the Corporation is open to any person who agrees to support the purposes of the Corporation as outlined in Article III and who meets the criteria as outlined in the By-laws.

**ARTICLE VI
Officers**

Section 1. The Officers of the Corporation shall be members of the corporation and elected by the membership as outlined in the By-Laws. The Officers shall consist of a President, Vice-President, Secretary, and Treasurer. Their duties, terms of office, and manner of designation or selection shall be as outlined in the By-Laws. The Officers of the Corporation shall have all powers and authority enumerated in C.R.S. 7-20-100, et. Seq., relating to Colorado Non-Profit Corporations, including but not limited to, amending the Articles of Incorporation and making and publishing Bylaws for the regulation and

government of the affairs of the Corporation and changing, altering or amending said Bylaws upon vote of the membership.

ARTICLE VII Bylaws

The initial Bylaws of the Corporation shall be adopted by its Officers. The power to alter, amend, or repeal the By-laws or adopt new By-laws shall be vested with the Officers unless otherwise provided in the By-laws.

ARTICLE VIII Dissolution

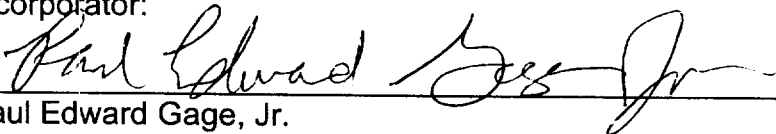
The corporation is organized to operate exclusively for purposes consistent with Section 501(c)(3) of the Internal Revenue Code. The corporation may be dissolved by a three fourths (3/4) majority vote of the Full Members (as defined in the By-Laws) present at any meeting, provided that notice of the dissolution has been given at the preceding meeting, that notice has been delivered to all Full Members (as defined in the By-Laws) at least 30 days in advance of the meeting, and provided that a quorum of at least 50% of the membership is present. In the event of dissolution, all assets remaining after payment of all just debts will be paid over to one or more regularly organized and qualified charitable, educational, scientific or philanthropic organizations exempt under Section 501(c)(3) of the Code, such organizations to be selected by the Officers of the Club. Distribution shall be to an organization or organizations with similar purposes relating to amateur radio or emergency communications. The Officers will decide how the assets are to be distributed. If the Officers can't agree, then the President will decide how to distribute the assets.

ARTICLE IX Prohibited Activities

This corporation shall have no capital stock. 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 the puposes set forth above. 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 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 (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

IN WITNESS WHEREOF, the above-named Incorporator has signed these Articles in duplicate this 15 day of November, 1998.

Incorporator:



Paul Edward Gage, Jr.

These Restated Articles were adopted by unanimous vote of the members at a regular meeting held on the 18th day of July, 1998.

