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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 Patefacere Project.
(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 1445 Market Street
(Street number and name)
Suite 300
Denver CO 80202
(City) (State) (ZIP/Postal Code)
United States
(Province – if applicable) (Country)

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

(City) (State) (ZIP/Postal Code)
(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) Krumholz Peter
(Last) (First) (Middle) (Suffix)

OR
 (if an entity)
(Caution: Do not provide both an individual and an entity name.)

Street address 1445 Market Street
(Street number and name)
Suite 300
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) Krumholz Peter _____
(Last) (First) (Middle) (Suffix)

OR

(if an entity) _____
(Caution: Do not provide both an individual and an entity name.)

Mailing address 1445 Market Street
(Street number and name or Post Office Box information)
Suite 300
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)

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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>Krumholz</u>	<u>Peter</u>		
<i>(Last)</i>	<i>(First)</i>	<i>(Middle)</i>	<i>(Suffix)</i>
<u>1445 Market Street</u>			
<i>(Street number and name or Post Office Box information)</i>			
<u>Suite 300</u>			
<u>Denver</u>	<u>CO</u>	<u>80202</u>	
<i>(City)</i>	<i>(State)</i>	<i>(ZIP/Postal Code)</i>	
<u></u>	<u>United States</u>		
<i>(Province – if applicable)</i>	<i>(Country)</i>		

(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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PATEFACERE PROJECT

*A COLORADO NONPROFIT CORPORATION
and Social Welfare Organization under § 501(c)(4) of the Internal Revenue Code*

EARNINGS: 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. No part of the net earnings or assets of the Corporation shall inure to the benefit of, or be distributed to, its members, trustees, officers, or other private persons, with the exception that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered. The Corporation shall make payments and distributions to further the purposes set forth in these Articles and the Bylaws of the Corporation.

DISTRIBUTION OF ASSETS UPON DISSOLUTION: 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 member, Director, Officer 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 and the Bylaws of the Corporation, 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.

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(s) as said court shall determine, which are organized and operated exclusively for such purposes.