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ARTICLES OF INCORPORATION

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BOULDER COUNTY FIRE FIGHTERS ASSOCIATION
A Nonprofit Corporation

We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators in order to organize and establish a corporation under and pursuant to the Colorado Nonprofit Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be:

BOULDER COUNTY FIRE FIGHTERS ASSOCIATION

ARTICLE II

The term of the corporation shall be perpetual.

ARTICLE III

1. The purposes for which the corporation is organized are as follows:

a/ To promote and execute the county fire fighting mutual assistance program

b/ To engage in any activities which are necessary, suitable or convenient for the accomplishment of the above purposes or which are incidental thereto or connected therewith.

2. The corporation shall have all powers as specified in the Colorado Nonprofit Corporation Act, Colorado Revised Statutes, 1963, as amended.

ARTICLE IV

The Corporation shall indemnify any and all persons who may serve or who have served at any time as directors or officers, and their respective heirs, administrators, successors and assigns, against any and all expenses, including amounts paid upon judgments, counsel fees and amounts paid in settlement

(before or after suit is commenced), actually and necessarily incurred by such persons in connection with the defense or settlement of any claim, action, suit or proceeding in which they, or any of them are made parties, or a party, or which may be asserted against them or any of them, by reason of being or having been directors or officers or a director or officer of the Corporation, except in relation to matters as to which any such director or officer or former director or officer or person shall be adjudged in any action, suit or proceeding to be liable for his own negligence or misconduct in the performance of his duty. Such indemnification shall be in addition to any other rights to which those indemnified may be entitled under any law, bylaw, agreement or otherwise.

ARTICLE V

No contract or other transaction of the corporation with any other person, firm, partnership, corporation, trust, joint venture, syndicate or other entity shall be affected or invalidated by reason of (a) the fact that any one or more of the directors or officers of this corporation is pecuniarily or otherwise interested in or is a director, officer, shareholder, employee, fiduciary or member of such other entity; or (b) the fact that any director or officer, individually or jointly with others, may be a party to or may be interested in any such contract or other transaction of the corporation. Each person who may become a director or officer of the corporation is hereby relieved from any and all liability that might otherwise accrue by reason of his contracting with the corporation for the benefit of himself or any firm or corporation in which he may be in any way interested.

ARTICLE VI

The corporation is organized exclusively to serve a public and governmental interest and not for pecuniary profit nor

to serve any private interests. Accordingly, no part of the corporation's net earnings shall in any way inure to the benefit of any private individual, firm or agency within the meaning of Section 501 (c) (3) of the United States Internal Revenue Code now in force or as might hereafter be amended, and, no compensation shall be paid to any member, officer, director or employee of the corporation except as reasonable allowance and payment of compensation for services actually rendered to or for the corporation.

In the event of dissolution of the corporation, its assets shall first be applied to the payment of the debts and liabilities of the corporation, and the remaining assets, if any, shall be distributed to the various fire departments and emergency agencies which have contributed to the capitalization of the corporation.

ARTICLE VII

The address of the initial registered office of the corporation is 1226 Main Street, Longmont, Colorado.

ARTICLE VIII

The name of the initial registered agent is Terry Beeson.

ARTICLE IX

The number of directors of the corporation may be altered from time to time as may be provided in the Bylaws. The initial Board of Directors shall consist of three members.

The names and addresses of the persons who are to serve as directors of the corporation until the first annual meeting and until their successors shall be elected and shall qualify, are as follows:

James Brubaker	Pine Brook Hills	Boulder, Colorado
Michael Holubec	P.O. Box 68 8084 Pabbie Rd.	Niwot, Colorado
Terry Beeson	1226 Main Street	Longmont, Colorado

ARTICLE X

The names and addresses of the incorporators of the corporation are as follows:

David C. Wells	1300 Canyon Blvd.	Boulder, Colorado
James Brubaker	Pine Brook Hills	Boulder, Colorado
Jeffrey P. Thompson	2950 E. College-#17	Boulder, Colorado

IN WITNESS WHEREOF, we, the undersigned, being all of the incorporators designated in Article X of the annexed and foregoing Articles of Incorporation, have executed said Articles of Incorporation this 30th day of September, 1974.

James Brubaker
David C. Wells

Jeffrey P. Thompson

STATE OF COLORADO)
) ss.
COUNTY OF BOULDER)

I, Donald G. Lusk, a Notary Public, hereby certify that James Brubaker and Jeffrey P. Thompson known to me to be the persons whose names are subscribed to the annexed and foregoing Articles of Incorporation, appeared before me this day in person and each being by me first duly sworn, acknowledged and declared that they signed said Articles of Incorporation as their free and voluntary act and deed for the uses and purposes therein set forth and that the statements therein contained are true.

My Commission Expires April 5, 1978

Witness my hand and official seal this 30th day of September, 1974.

Donald G. Lusk
Notary Public

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