

**ARTICLES OF INCORPORATION OF
GILPIN COUNTY CITIZENS INITIATIVE, INC.
A NON-PROFIT CORPORATION**

To the Honorable Secretary of State of the State of Colorado;

The undersigned incorporators pursuant to Articles 121 through 137 inclusive of Title 7 of the Colorado Revised Statutes (1998) for their Articles of Incorporation of GILPIN COUNTY CITIZENS INITIATIVE, INC., a non-profit corporation, state as follows:

1. The name of the corporation shall be

GILPIN COUNTY CITIZENS INITIATIVE, INC.

2. The period of duration for which the corporation is organized shall be perpetual.
3. Said corporation is organized exclusively for charitable and educational purposes that qualify as exempt under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
4. The purposes for which the corporation is organized are:
 - a. For the promotion, education and conduct of good forestry practices on public and private lands in Gilpin County;
 - b. To create community networks which expand the abilities and opportunities for landowners to conduct pine beetle control and fire mitigation activities;
 - c. To organize volunteer and other assistance for the treatment and/or removal of infected trees on private lands, public lands and road right of ways;
 - d. To promote cooperation between public and private entities in dealing with forest health and wildfire prevention and safety issues;
 - e. To provide access to infected wood resources by needy local citizens for home heating purposes; and
 - f. To access public and private funding for the promotion of these goals in the community.
5. 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 persona, 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 purposes set forth in Article 5 (five) hereof. 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.

6. Upon dissolution, all of the corporations assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to a local government or charitable entity, as selected by the directors for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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.
7. The street address of the initial registered office is 750 KARLANN DRIVE, BLACK HAWK, CO 80422. The name of the initial registered agent at that address is WESLEY ISENHART.
8. Membership in the organization shall consist of those residents who sign the mailing list of the corporation. Member meetings shall consist of an annual meeting held in January of each year when members shall elect a board of directors. Notice of this annual meeting, or any subsequent special member meetings called according to the bylaws, shall be noticed via email and via publishing in local newspapers giving at least two (2) weeks' notice of such meetings.
9. The voting members of the corporation shall be the elected directors. The initial number of directors shall be three (3). Directors shall be elected by the membership at the annual meeting as dictated by the bylaws of the corporation.

10. The names and addresses of the persons to serve as initial directors are as follows:

WESLEY ISENHART, 750 KARLANN DRIVE, BLACK HAWK, CO

TERRY SCHARG, 459 MOUNTAIN DRIVE, ROLLINSVILLE, CO

MICHELLE POULIN-NORTHRUP, 329 CREST VIEW DRIVE, BLACK HAWK, CO

11. The names of the incorporators whose addresses are listed above are as follows:

WESLEY ISENHART

TERRY SCHARG

MICHELLE POULIN-NORTHRUP

WITNESS OUR HANDS THIS ____ DAY OF _____, 2009.

WESLEY ISENHART

TERRY SCHARG

MICHELLE POULIN-NORTHRUP

STATE OF COLORADO, GILPIN COUNTY, ss:

Be it remembered that on this ____ day of _____, 2009 before me the undersigned Notary Public in and for the State of Colorado appeared Wesley Isenhart, Terry Scharg and Michelle Poulin-Northrup, and such persons acknowledged to me their execution of the foregoing Articles of Incorporation of GILPIN COUNTY CITIZENS INITIATIVE, INC., a non-profit corporation, as their voluntary act and deed.

IN WITNESS WHEREOF, I have signed my name and attached my notarial seal hereto the day and year last above written.

[seal]

, Notary Public