

NON-PROFIT CORPORATION

Submit in duplicate
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typed on

NOT FOR PROFIT

MAIL TO:
Colorado Secretary of State
Corporations Office
1575 Sherman St., 2nd Floor
Denver, CO 80203
(303) 866-2361

ARTICLES OF INCORPORATION
PLEASE INSTRUCTIONS BELOW

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The undersigned person(s) acting as incorporator(s) of a corporation under the Colorado Nonprofit Corporation Act, sign, and, acknowledge the following Articles of Incorporation for such corporation.

FIRST: The name of the corporation is Colorado Association For Bilingual Education

SECOND: The period of duration is Perpetual
(a stated number of years, or the word PERPETUAL)

THIRD: The purpose or purposes for which the corporation is organized To promote multilingual multicultural education and development of bilingual bicultural individuals; and to promote teacher/ administrative bilingual training programs in higher education.

FOURTH: The address of the initial registered office of the corporation in Colorado is _____

4109 E. 107th Place, Thornton, Colorado 80233

(Address must include Building number, Street (or rural route number), Town or City, County and Zip code.)
and the name of its initial registered agent at such address is Dr. Paul Martinez

FIFTH: Address of the principal office (same)

(if not the same as its registered office)

SIXTH: The number of directors constituting the initial board of directors of the corporation is (at least

one) Four, and the names and addresses of the persons who are to serve as the initial directors are:

NAME	ADDRESS
<u>Dr. Paul Martinez</u>	<u>4109 E. 107th Place, Thornton, Co. 80233</u>
<u>Juan Sanchez</u>	<u>184 Utica, Denver, Co. 80219</u>
<u>Darlene LeDoux-Renteria</u>	<u>3719 Meade, Denver, Co. 80211</u>
<u>Lucy Cruz</u>	<u>3120 W. Alameda Place, Denver, Co. 80501</u>

Incorporator(s)
(Note)

State of Colorado

County of Adams Denver

Acknowledged before me this 30th day of April, 1984

by Paul Martinez
(Insert name(s) as signed above, title(s) and correct name of corporation)

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Kathy Miller
Notary Public

My commission expires Nov 15, 1984 255 Clapham, Denver Co

Note: One or more persons may incorporate. The name and address of each incorporator is to be typed below his signature unless one

This document must be typewritten

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ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION

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Pursuant to the provisions of the Colorado Nonprofit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is Colorado Association for Bilingual Education (Note 1)

SECOND: The following amendment of the Articles of Incorporation was adopted on the 12th day of July 19 84, in the manner prescribed by the Colorado Nonprofit Corporation Act, according to the procedure marked with an X below:

 a quorum of members was present at such meeting, and the amendment received at least two-thirds of the votes which members present or represented by proxy were entitled to cast.

 such amendment was adopted by a consent in writing signed by all members entitled to vote with respect thereto.

 X there are no members, or no members entitled to vote thereon, such amendment received the vote of a majority of the directors in office.

THIRD: The purposes for which the corporation are organized are:

1. To promote bilingual multicultural education in order to further enhance quality educational opportunities for children of all cultures; to disseminate and provide information related to bilingual education to schools, community, the media, business and enterprise; to coordinate with institutions of higher education in promoting bilingual teacher and administrator training programs; and to encourage, promote, and actively support community involvement activities which enhance participation in multilingual policies and programs.
2. To receive and acquire by grant, gift, purchase, devise, bequest or otherwise, as may be lawful, money and real and personal property of any kind and to hold, accumulate, invest, or dispose of such property or the income derived therefrom for the furtherance of the above stated objects, including dedications thereof to the general public.
3. To do everything necessary, proper, advisable, or convenient for the accomplishment of the purposes hereinabove set forth, and to do all other things incidental thereto

Paul Martinez
President

and Janette Wilkes
Secretary

Subscribed and sworn to before me this 6th day of August, 19 84.

My commission expires Sept. 22, 1985.

[Signature]
Notary Public
8641 Circle Drive, Westminster, CO
Address 80030

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Note (1) If this is a change of name amendment, the name to be typed in PARAGRAPH FIRST is the corporate name before this amendment is filed.

or connected therewith which are not forbidden by the Colorado Corporation Code, as now in force or as hereafter amended, by any other law, or by these Articles of Incorporation.

4. To carry out the purposes hereinabove set forth in any state, territory, district, possession, dependency or other political subdivision of the United States of America, or in any foreign country, to the extent that such purposes are not forbidden by the law of such state, territory, district, possession, dependency, or political subdivision of the United States of America or by such foreign country.

SEVENTH:

A. No part of the income or net earnings of the corporation shall inure to the benefit of, or be distributable to, any member, director or officer of the corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation effecting one or more of its purposes, and reimbursement may be made for any expenses incurred for the corporation by any officer, director, agent or employee, or any other person or corporation, pursuant to and upon authorization of the Board of Directors); and provided further that no member, director or officer of the corporation, or any other private individual shall be entitled to share in any distribution of any of the assets of the corporation on dissolution of the corporation or otherwise.

B. No substantial part of the activities of the corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation. The corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office.

C. No part of the assets of the corporation shall inure to the benefit of or be distributable to any organization whose income or net earnings or any part thereof inure to the benefit of any private shareholder or other individual or any substantial part of the activities of which consists of carrying on propaganda or otherwise attempting to influence legislation.

D. Upon dissolution of the corporation, all of its assets shall be paid over or transferred to one or more exempt organizations of the kind described in Section 501(c) (3) of the Internal Revenue Code.

E. Notwithstanding any other provision hereof, this corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization which is tax exempt under the provisions of Section 501(c) (3) of the Internal Revenue Code of 1954, as amended from time to time.

EIGHTH:

The corporation shall not have or issue shares of stock, and no dividends shall be paid, and no part of the income or profit of the corporation shall be distributed to its directors or officers; provided, however, that reasonable compensation may be paid for any services rendered to, and reimbursement may be made for any expenses incurred for, the corporation by any officer, director, agent or employee, or any other person or corporation, pursuant to and upon authorization of the Board of Directors.

NINTH:

The proxy system of voting by members of the corporation shall not be permitted.

MAIL TO
COLORADO SECRETARY OF STATE
CORPORATIONS OFFICE
1560 Broadway, Suite 200
Denver, Colorado 80202
(303) 866-2361

STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH.

SECRET
Filing fee

This document must be typewritten.

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Pursuant to the provisions of the Colorado Corporation Code, the Colorado Nonprofit Corporation Act and the Colorado Uniform Limited Partnership Act of 1981, the undersigned corporation or limited partnership organized under the laws of Colorado submits the following statement for the purpose of changing its registered office or its registered agent, or both, in the state of Colorado.

First: The name of the corporation or limited partnership is:

Colorado Association for Bilingual Education NC

Second: the address of its REGISTERED OFFICE is 1085 14th St., Suite 1003, Boulder, CO 80302

Third: The name of its REGISTERED AGENT is Dr. Charles Mena

Fourth: The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.

Fifth: The address of its place of business in Colorado is 1085 14th St., Suite 1003, Boulder, CO 80302
Colorado Association For Bilingual Education (Note 1)

By _____ (Note 2)

IMPORTANT! PLEASE READ CAREFULLY!
If you are a not-for-profit corporation or a limited partnership, this form must be notarized. If you are a business (profit) corporation, no notarization is required.

Its Charles Mena president
Its _____ authorized agent
Its Charles Mena registered agent (Note 3)
Its _____ general partner

STATE OF Colorado
COUNTY OF Boulder

Subscribed and sworn to before me this 17th day of August, 1987.
My commission expires May 8 1991.

Julie Melther
Notary Public (Note 1)
603 S Broadway Boulder CO
Address 80303

- Note 1: Exact name of corporation or limited partnership making the statement
- Note 2: If a corporation, the officer signing for the corporation must be president or vice president for a business corporation with out authority, or authorized agent for a limited partnership, must be a general partner
- Note 3: Regarding profit corporations: This statement may be executed by the registered agent when it involves only a registered address change. A copy of this statement has been forwarded to the corporation by the registered agent
- Note 4: Signature of notary public must be exactly as shown on notarial seal, and must agree with notarial commission

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