

Restated and Amended

ARTICLES OF INCORPORATION

SIX POINTS EVALUATION & TRAINING, INC.

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These Articles of Incorporation restate and/or integrate the provisions of the Six Points Evaluation and Training Inc. Articles of Incorporation including any amendments made and approved heretofore. In addition, these restated and amended Articles hereby supersede the original Six Points Evaluation and Training, Inc. Articles of Incorporation and all amendments and supplements thereto. The original Articles were filed with the State of Colorado on July 8, 1981; and amended on March 11, 1987, amended again on April 27, 2010 and the current revision is dated June 29, 2017.

ARTICLE I - NAME / REGISTERED OFFICE

The name of this Corporation is Six Points Evaluation and Training, Inc. (the Corporation).

The Corporation's registered office is located at 1160 N. Main St, P.O. Box 1002, Gunnison, CO 81230.

ARTICLE II - DURATION

The term of existence of the Corporation shall be perpetual.

ARTICLE III - PURPOSES and POWERS

This Corporation is organized and shall be operated exclusively for charitable purposes within the meaning of and pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations. To this end, the Corporation's purposes and powers shall include, but not be limited to, the following:

- (1) To Provide Assistance to Developmentally Disabled Adults in Gunnison and Hinsdale Counties in the State of Colorado: This purpose shall include establishing, maintaining, promoting and conducting community-centered programs for the purposes of evaluation, employment training and support services for developmentally disabled and vocationally handicapped adults to foster and improve their general welfare, personal dignity and vocational opportunities within the counties' labor market or within the Corporation's employment programs.
- (2) Property: To acquire by lease, purchase, gift or otherwise, hold, use and enjoy, let, sell, mortgage, convey or otherwise dispose of, any and all real estate and personal property as may be determined by said Corporation to be beneficial or useful in carrying out said purposes and objects.
- (3) Borrow and pledge: To borrow money and to pledge its franchise and property, both real and personal, to secure the payment thereof.
- (4) Evidence of indebtedness: To issue, execute, and deliver mortgages, notes and other obligations and to conduct all business as conducive to the purposes and powers herein set forth.
- (5) Related powers: In furtherance of the foregoing purposes and powers (but not otherwise), and subject to the limitations and restrictions set forth below, the Corporation shall have and may exercise all of the powers now or hereafter conferred upon nonprofit corporations organized under the laws of the State of Colorado and may do everything necessary, suitable and proper for the accomplishment of any and all of the Corporation's purposes and powers set forth herein, either alone or in connection with other organizations, entities or individuals, and either as principal or agent, subject to the limitations as are or may be prescribed by the laws of the United States and the State of Colorado.

- (6) Support and funding: Said Corporation is organized on a non-stock basis and is constituted so as, among other purposes heretofore mentioned, to attract substantial support through contributions, directly and indirectly, from patrons within the counties which the Corporation serves, as well as from other outside funding sources which support the purposes of the Corporation. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes stated herein.

ARTICLE IV - LIMITATIONS and RESTRICTIONS

At all times the following shall operate as conditions restricting the operations and activities of the Corporation:

1. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to any member of the Corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any director or officer of the Corporation, nor to any other private persons (excepting solely such reasonable compensation that the Corporation shall pay for services actually rendered to or for the benefit of the Corporation affecting one or more of the Corporation's purposes, or as allowed by the Corporation as a reasonable allowance for authorized expenditures incurred on behalf of the Corporation) and with the understanding that no director or officer of the Corporation or any other individual shall be entitled to share in any distribution of any of the Corporation's assets upon dissolution of the Corporation or otherwise.
2. No substantial part of the activities of the Corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the Corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office. If, however, the Corporation is an organization to which section 501(h) of the Internal Revenue Code applies and the Corporation has effectively elected to have such section apply, the Corporation shall have the power to carry on the activities permitted by such section, but only to the extent such activities shall not result in the denial of exemption under such section.
3. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by a Corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, or by a Corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, as now enacted or hereafter amended.
4. The Corporation shall not lend any of its assets to any officer of this Corporation (Officer) or any director of this Corporation (Director), or guarantee to any other person the payment of a loan by an Officer or Director of this Corporation.

ARTICLE V - BOARD OF DIRECTORS / MEMBERS

The Corporation may (but need not) have non-voting members, and such membership, if any, and classes thereof, shall be as defined in the Corporation's bylaws. The management and affairs of the Corporation shall be at all times under the direction of a Board of Directors (Directors), whose operations in governing the Corporation shall be defined by statute, these Articles of Incorporation and by the Corporation's bylaws. The number of Directors, their classifications, their terms of office and the manner of their selection shall be as provided in said bylaws of the Corporation. No member or Director shall have any right, title, or interest in or to any property of the Corporation.

ARTICLE VI - DEBT OBLIGATIONS AND PERSONAL LIABILITY

No member, Officer or Director of this Corporation shall be personally liable for the debts or obligations of this Corporation, nor shall any of the property of any members, Officers or Directors be subject to the payment of the debts or obligations of this Corporation. The foregoing shall not eliminate or limit liability of a Director or Officer of the Corporation for monetary damages for the following: (a) any breach of said Director or Officer's duty of loyalty to the Corporation; (b) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (c) acts specified in C.R.S. Section 7-128-403, as now enacted or hereafter amended, the state statute which deals with liability of directors for unlawful distributions, as it now exists or hereafter may be amended; or (d) any transaction from which the director or officer directly or indirectly derived an improper personal benefit.

ARTICLE VII - DISSOLUTION

In the event of the dissolution of the Corporation, whether voluntary or involuntary, assets shall be distributed by the Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the Corporation, for one or more exempt purposes set forth under Article III hereof and 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 the federal government, or to a state or local government, 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.

ARTICLE VIII - BYLAWS

The Directors shall have power to amend or repeal the bylaws of the Corporation and adopt new bylaws, subject to any limitations imposed by the bylaws as in effect from time to time. The bylaws may contain any provisions for managing and regulating the affairs of the Corporation that are not inconsistent with law for these articles of incorporation, as these articles may be amended. None of the bylaws, however, shall have the effect of giving any Director or Officer

of the Corporation or any other individual any proprietary interest in the Corporation's property, whether during the term of the Corporation's existence or as an incident to its dissolution.

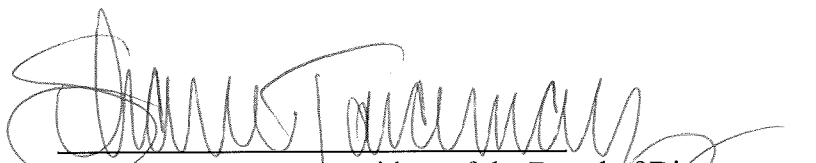
ARTICLE IX - AMENDMENTS

The Directors shall have the exclusive power and authority at any time to amend these Articles of Incorporation by the vote of a majority of the Directors then in office and as allowed by state statute.

ARTICLE X – ADOPTION

These restated and amended Articles of Incorporation were approved the Board of Directors at their Board Meeting on June 29, 2017.

IN WITNESS WHEREOF, we have made, subscribed and acknowledged these Articles of Incorporation on this 29th day of June, 2017.


Sharon Tamarcaz, President of the Board of Directors
Six Points Training and Evaluation, Inc. 