

N04000009765

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

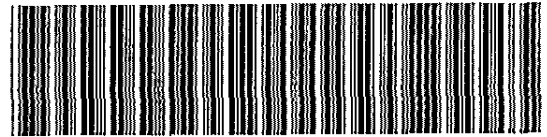
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

N04-
37925

Office Use Only



100041482911

10/14/04--01042--013 **70.00

FILED

04 OCT 14 PM 1:30

DEPT OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

04 OCT 14 PM 12:52

DEPT OF STATE
CORPORATIONS
TALLAHASSEE, FLORIDA

10-51-07



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 910485 7337075

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 1, 2004

ORDER TIME : 10:23 AM

ORDER NO. : 910485-010

CUSTOMER NO: 7337075

CUSTOMER: Adrienne Anderson
Centrix Financial Llc

6782 South Potomac Street

Centennial, CO 80112

DOMESTIC FILING

NAME: RESPONSIBLE ENTERPRISES FOR
ADVANCEMENT OF CREDIT HEALTH,
INC. (REACH)

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP
☐ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 2956

EXAMINER'S INITIALS: _____



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 14, 2004

CSC

RESUBMIT

SUBJECT: RESPONSIBLE ENTERPRISES FOR THE ADVANCEMENT OF
CREDIT HEALTH, INC. (REACH)
Ref. Number: W04000037925

We have received your document for RESPONSIBLE ENTERPRISES FOR THE ADVANCEMENT OF CREDIT HEALTH, INC. (REACH) and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Entities may file using only the entity's name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Document Specialist
New Filings Section

Letter Number: 304A00059321

RECEIVED
04 OCT 14 PM 4:20
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
RESPONSIBLE ENTERPRISES FOR THE ADVANCEMENT OF CREDIT HEALTH,
INC.

FILED
04 OCT 14 PM 1:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned adult natural person, acting as incorporator, hereby establishes a nonprofit corporation pursuant to the Florida Revised Nonprofit Corporation Act and adopts the following Articles of Incorporation:

FIRST: Name. The name of the corporation is Responsible Enterprises for the Advancement of Credit Health, Inc.

SECOND: Duration. The corporation shall exist until such time as the corporation ceases to have at least one member, at which time it shall be dissolved.

THIRD: (a) Purposes. The corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code"), or the corresponding section of any future federal tax code.

(b) Powers. In furtherance of the foregoing purposes and objectives (but not otherwise) and subject to the restrictions set forth in section (c) of this Article, the corporation shall have and may exercise all of the rights, powers and privileges now or hereafter conferred upon nonprofit corporations organized under the laws of Florida and may do everything necessary or convenient for the accomplishment of any of the corporate purposes,

either alone or in connection with other organizations, entities or individuals, and either as principal or agent, subject to such limitations as are or may be prescribed by law.

(c) Restrictions on Powers.

(1) No part of the net earnings of the corporation shall inure to the benefit of or be distributable to any director or officer of the corporation, or to any other individual (except that reasonable compensation may be paid for goods provided or services rendered to or for the benefit of the corporation in pursuit of one or more of its authorized purposes), and no director or officer of the corporation, or any other individual, shall be entitled to share in any distribution of any of the corporate assets on dissolution of the corporation or otherwise.

(2) 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 (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

(3) No part of the assets of the corporation shall be contributed to any organization whose net earnings or any part thereof inure to the benefit of any private shareholder or individual or any substantial part of the activities of which consist of carrying on propaganda or otherwise attempting to influence legislation (except to the extent that such activities by such an organization which is then an exempt organization described in section 501(c)(3) the Code will not result in loss of the corporation's exemption under section 4945 of the Code).

(4) Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation in such manner, or to such organization or organizations organized and operated exclusively for religious, charitable, scientific, literary or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the district court 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 the purposes set forth above.

(d) Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax as an organization described in section 501(c)(3) of the Code or by a corporation contributions to which are deductible under section 170(c)(2) of the Code, and during any period of time in which the corporation is a "private foundation" as defined in section 509(a) of the Code:

(1) The corporation shall not engage in any act of "self-dealing," as defined in section 4941(d) of the Code, so as to give rise to any liability for the tax imposed by section 4941(a) of the Code;

(2) The corporation shall distribute its income for each taxable year at such time and in such manner so as not to become subject to the tax on undistributed income imposed by section 4942(a) of the Code;

(3) The corporation shall not retain any "excess business holdings," as defined in section 4943(c) of the Code, so as to give rise to any liability for the tax imposed by section 4943(a) of the Code;

(4) The corporation shall not make any investments which would jeopardize the carrying out of any of the exempt purposes of the corporation, within the meaning of section 4944 of the Code, so as to give rise to any liability for the tax imposed by section 4944(a) of the Code; and

(5) The corporation shall not make any "taxable expenditure," as defined in section 4945(d) of the Code, so as to give rise to any liability for the tax imposed by section 4945(a) of the Code.

(e) All references in these Articles of Incorporation to provisions of the Code shall include the corresponding provisions of any subsequent federal tax laws.

FOURTH: Principal Office, Registered Office and Agent. The address of the initial principal office of the corporation is 6782 S. Potomac Street, Centennial, Colorado 80112. The address of the registered office of the corporation is Corporate Services Company, 1201 Hays Street, Tallahassee, Florida 32301.

FIFTH: Members. The corporation shall have voting members. Voting members shall have rights, privileges and duration of membership as determined by the Board of Directors. No Member shall be personally liable for the debts, obligations, liabilities or actions of the Corporation.

SIXTH: Board of Directors. The management of the corporation shall be vested in a Board of Directors. The number of directors, their classifications, if any, their terms of

office and the manner of their election or appointment shall be determined according to the Bylaws of the corporation. The initial Board of Directors shall consist of the following directors, who shall hold office until their successors have been elected and qualified:

<u>Name</u>	<u>Address</u>
Carroll D. Beach	2274 Country Club Loop Westminster, Colorado 80234
Susan J. Brayman	8039 West 70 th Drive Arvada, Colorado 80004
Jane Willard	6258 West Kenyon Denver, Colorado
Jennifer Nealson	10300 Woodrose Lane Littleton, Colorado 80129
Scott Earl	4853 W. Mountainview Circle Highland, Utah 84003

SEVENTH: Director Liability. A director of the corporation shall not be personally liable to the corporation for monetary damages for breach of fiduciary duty as a director, except that this provision shall not eliminate or limit the liability of a director to the corporation for monetary damages for: (i) any breach of the director's duty of loyalty to the corporation; (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (iii) acts for which indemnification is prohibited by law; or (iv) any transaction from which the director derived any improper personal benefit. Any repeal or modification of this Article SEVENTH shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

EIGHTH: Indemnification of Directors, etc. The corporation shall indemnify, to the extent permitted by law, any director, officer, agent or employee of the corporation against

any claim, liability or expense arising against or incurred by such person as a result of actions reasonably taken by her at the direction of the corporation. The corporation shall further have the authority to the full extent permitted by law to indemnify its directors, officers, agents and employees against any claim, liability or expense arising against or incurred by them in all other circumstances.

NINTH: Bylaws. The Board of Directors shall have the power to adopt and amend the Bylaws of the corporation as it may deem proper for the management of the affairs of the corporation. The Bylaws shall not be inconsistent with law or these Articles of Incorporation, as they may from time to time be amended.

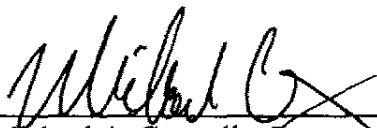
TENTH: Distributions. The Board of Directors of the corporation shall distribute the income of the corporation in amounts and at intervals determined by it in accordance with these Articles of Incorporation and the Bylaws of the corporation.

ELEVENTH: Amendment of Articles. These Articles of Incorporation may be amended from time to time by a vote of two-thirds of the members entitled to vote thereon; provided, however, no amendment may violate the laws of Florida or the United States.

TWELFTH: Incorporator. The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Michael A. Connolly, Esq.	6782 S. Potomac Street Centennial, CO 80112


DATED: Oct 12, 2004.



Michael A. Connolly, Incorporator

CONSENT TO APPOINTMENT AS REGISTERED AGENT

The undersigned hereby consents to appointment as initial registered agent of the corporation.


Lynette Coleman
as its agent