# ARTICLES OF INCORPORATION OF

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**RED ROCK CENTER FOR INDEPENDENCE**

**ARTICLE I NAME**

The name of this Corporation shall be Red Rock Center for Independence. For identification purposes within the community, the Corporation shall be known by the acronym, RRCI.

**ARTICLE II**

**PRINCIPAL OFFICE AND REGISTERED AGENT**

The location and street address of the initial principal office shall be 515 West 300 North, Suite A, St. George, Utah 84770-4555. The registered agent is Sherri Dial.

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**ARTICLE III TERM OF EXISTENCE**

The existence of this Corporation shall be perpetual unless dissolved pursuant law.

**ARTICLE IV PURPOSE**

This Corporation is organized as a non-profit corporation under the laws of the State of Utah. The purpose shall not be pecuniary profit. No stock shall be issued. No part of the net earnings or assets acquired shall inure to the

* benefit of or be distributed to any member, director, or officer or private

individual 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 non-profit purposes of the Corporation. Within the scope of the foregoing purpose the specific pursuit or objective will be to act as a catalyst and coordinate with civic groups, service organizations, and individuals, as needed, to achieve an awareness of issues and needs of people with disabilities and to stimulate a coordinated community effort to actively address those issues/needs, promoting the general welfare and independence of people with disabilities.

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**ARTICLE V MEMBERS**

This Corporation will have general membership including the directors and officers.

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**ARTICLE VI POLITICS AND PROPAGANDA**

No substantial part of the activities of this Corporation shall be the carrying on of propaganda and the Corporation shall not participate in any political campaign on behalf of any candidate for public office.

**ARTICLE VII**

**LIMITS ON LIABILITY OF MEMBERS**

The private property of members of the corporation, the board of directors and officers will not be liable for the obligations of the corporation .

* **ARTICLE VIII**

**BOARD OF DIRECTORS**

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The governance and control of this Corporation shall be vested in a board of directors. The board of directors must be composed of at least three persons. The by-laws will prescribe the number of directors and the qualifications for said directors. The initial board of directors' names and addresses are listed below:

Sherri Dial 2931 West Crestview Drive

Santa Clara, Utah 84765

Mike Spilker 683 East 1000 South Circle

St. George, Utah 84790

Aaron Needham 2387 South Coletero Circle

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Washington, Utah 84780

**ARTICLE IX BY-LAWS**

Provisions for the regulation and management of the internal affairs of the Corporation will be set forth in the By-Laws

**ARTICLE X DISSOLUTION**

Upon the winding up and dissolution of this corporation., if any single item is worth more than $5,000 (fair market value), it needs to go back to the funding source. Supplies in aggregate fair market value exceeding $5,000

* also need to be for compensating the awarding agency. After paying or

adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to an existing Independent Living Center, service organization for the disabled, nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable, educational, or religious and/or scientific purposes and which has been established with tax-exempt status under Section 501 © (3) of the Internal Revenue Code.

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**ARTICLE XI AMENDMENT**

These articles may be amended, altered or repealed as provided in the by­ laws and in accordance with applicable law, except that no amendment may be made which would change the Corporate purpose so as to include purposes which would not be exclusively charitable or educational within the meaning of the income tax laws of the United States, or which would permit any funds or property of the Corporation to inure to the benefit of any individual having a personal or private interest in the activities of the Corporation.

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**ARTICLE XII INCORPORATOR**

The name and address of the incorporator is Sherri Dial

2931 West Crestview Drive Santa Clara, Utah 84765

In witness whereof I have hereto affixed my signature this - 3"-0-''-th day of May, 1997

SUBSCRIBED AND SWORN to before me this----=3'-0"-l\_h day of May, 1997