

**Articles of Incorporation  
for  
Emmaus Anglican Church**

The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Colorado, do hereby certify:

**ARTICLE I: NAME/REGISTERED OFFICE**

The name of the Corporation shall be **Emmaus Anglican Church**.

The place in this state where the principal office of the Corporation is to be located is 3590 Sawgrass Trail, Castle Rock, Colorado, 80109. The initial registered agent is Joseph G. Procopio at 237 Cherry Street, Castle Rock Colorado, 80104.

**ARTICLE II: PURPOSE**

Said corporation is organized exclusively for charitable, religious, educational, and 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, or the corresponding section of any future federal tax code.

**ARTICLE III: LIMITATIONS**

1. 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 persons, 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 Second hereof.
2. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.
3. 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.
4. The corporation shall not lend any of its assets to any officer or director of this corporation or guarantee to any person the payment of a loan by an officer or director of this corporation.

**ARTICLE IV: DISSOLUTION /DURATION**

Upon the dissolution of the corporation, 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 the Anglican Church of North America. 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.

The term of existence shall be perpetual.

**ARTICLE V: 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 of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of this corporation.

**ARTICLE VI: MEMBERS**

The corporation shall have no capital stock. The classes of membership, manner of qualification, voting power, rights and duties are time by time prescribed by the Constitution and Canons of the Anglican Church of North America, and by the corporation’s By-Laws.

**ARTICLE VII: BOARD OF DIRECTORS**

The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's By-Laws. Board members shall be selected by regular vote in accordance with the By-Laws. No member or Director shall have any right, title, or interest in or to any property of the corporation. □

The corporation's initial Board of Directors/Incorporators shall be comprised of the following natural persons:

<u><b>Name</b></u>	<u><b>Title</b></u>
The Rev. Theron R Walker 3590 Sawgrass Trail Castle Rock Colorado 80109	Chair/Rector
COOK, Erin 4482 N Diamondleaf Drive, Castle Rock, CO 80109	Vice President
CONTRERAS, Dr. Ben 3998 Christy Ridge Road, Sedalia, CO 80135	Treasurer
PROCOPIO, Joe 237 Cherry Street, Castle Rock, CO 80104	Secretary
SULLIVAN, Jim 7000 Fox Circle, Larkspur, CO 80118	Vice President

**ARTICLE VIII: BY-LAWS**

The initial By-Laws of the corporation shall be as adopted by the Board of Directors. The Board of Directors shall have power to alter, amend or repeal the By-Laws from time to time in force and adopt new By-Laws. The By-Laws from the corporation may contain any provisions for the regulation or management of the affairs of the corporation that are not inconsistent with the law or these articles of incorporation, as these articles may from time to time be amended. However, no articles, shall have the effect of giving any director or officer of the corporation any proprietary interest in the corporation’s property or assets, whether during the term of the corporation’s existence or as an incident to its dissolution.

**ARTICLE VII: INCORPORATORS**

The incorporators of this corporation are one and same as the initial Board of Directors.

The undersigned incorporators certify both that they execute these Articles for the purposes herein stated, and that by such execution, they affirm the understanding that should any of the information in these Articles be intentionally or knowingly misstated, they are subject to the criminal penalties for perjury as if this document had been executed under oath. In witness whereof, we have hereunto subscribed our names this Twenty-First day of March, the Year of Our Lord Two Thousand and Ten.

The Rev. Theron R Walker \_\_\_\_\_/S/\_\_\_\_\_  
3590 Sawgrass Trail  
Castle Rock Colorado 80109

COOK, Erin \_\_\_\_\_/S/\_\_\_\_\_  
4482 N Diamondleaf Drive, Castle Rock, CO 80109

CONTRERAS, Dr. Ben \_\_\_\_\_/S/\_\_\_\_\_  
3998 Christy Ridge Road, Sedalia, CO 80135

PROCOPIO, Joe \_\_\_\_\_/S/\_\_\_\_\_  
237 Cherry Street, Castle Rock, CO 80104

SULLIVAN, Jim \_\_\_\_\_/S/\_\_\_\_\_  
7000 Fox Circle, Larkspur, CO 80118

**CERTIFICATION AND ACCEPTANCE**

I certify that I am the duly elected and acting Registrar of Emmaus Anglican Church, a Colorado nonprofit religious corporation; under the above Articles of Incorporation and consent to such responsibilities.

\_\_\_\_\_/S/\_\_\_\_\_ 3/21/2010  
Joseph G. Procopio  
237 Cherry Street  
Castle Rock, CO 80104