ARTICLES OF INCORPORATION

OF

BOOTSTRAPS TO SHARE OF TUCSON, INC.

DATE TIME

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, have associated ourselves together for the purpose of forming a non-profit corporation under and pursuant to the laws of the State of Arizona, and for that purpose do hereby adopt, execute, and acknowledge the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be ${\tt BOOTSTRAPS}$ TO SHARE OF TUCSON, INC.

ARTICLE II

The objects, purposes and general nature of business in which this corporation shall engage are as follows:

- 1. To provide a vehicle whereby the homeless are able to re-enter the mainstream of society through the unified efforts of the both the local homeless community and non-homeless members of the Tucson community.
- 2. To enable the homeless, unemployed and working poor of Tucson to unify their efforts for the ultimate betterment of all and to cooperate with other organizations and/or individuals seeking to obtain the same goals.
- 3. To formulate, propose and advocate the implementation of new programs related to solving the problems of homelessness and poverty.

- 4. To increase community awareness of and sensitivity to the problems of homelessness and poverty in the community and to solicit the assistance of the general public in the elimination of the causes of homelessness and poverty.
- 5. To solicite, collect, and distribute funds and material in order to fulfill these objectives.
- 6. To acquire, sell or trade any real and/or personal property required to fulfill these objectives.
- 7. To transact any and all lawful business for which non-profit corporations may be incorporated under the laws of the State of Arizona, as they may be amended from time to time.

ARTICLE III

This corporation shall be a non-profit corporation, and no capital stock shall be issued therefore. No part of the net earnings or profits of the corporation nor of the assets, increments, or other monies or properties of the corporation shall inure to the benefit of any of the directors, officers or other persons associated with this corporation; provided, however, that this provision shall not be construed in such a manner as to prevent the payment of salaries to any employees of the corporation.

In the event of a dissolution or end of the corporation, all assets of the corporation shall be transferred to a transferee which is exempt from taxation under Section 501(a) of the Internal Revenue Code of 1954, and regulations applicable thereto, as they now exist or as they may be hereafter amended.

The private property of the members, directors and officers of this corporation shall be forever exempt from the debts of this corporation.

ARTICLE IV

The names and addresses of the incorporators are:

Bill Hill 401 East 26th Street Tucson, Az 85713

Kathe B. Padilla 2545 N. Euclid Avenue Tucson, AZ 85719

ARTICLE V

of Directors consisting of not less than five (5) nor more than twenty-five (25) members, to be elected in the manner provided in the bylaws of this corporation. The following named persons are to serve as directors of this corporation and to hold office until the first annual meeting or until their successors are elected and qualified:

- 1. Charles W. Banta, 2925 E. Waverly, Tucson, Az 85716
- 2. Edgar Dysart, 735 S. 6th Avenue, Tucson, Az 85701
- 3. Bill Hill, 401 E. 26th Street, Tucson, Az 85713
- 4. Terry McCarthy, 5970 S. Masterson, #13, Tucson, Az 85706
- 5. Kathe B. Padilla, 2545 N. Euclid, Tucson, Az 85719

ARTICLE VI

The name and address of the initial Statutory Agent of the corporation is:

Paul Gattone 177 N. Church, Suite 310 Tucson, AZ 85701

IN WITNESS WHEREOF, we the undersigned incorporators do
hereby set our hands this 29th day of September 1989.
Charles W. Banta Edgar Dysart
Bill Hill Terry McCarthy Si. Terry McCarthy
Kathe B. Padilla
I, Paul Gattone, having been designated to act as Statutory
Agent, hereby consent to act in that capacity until removed or my
resignation is submitted in accordance with the Arizona Revised
Statutes.
Paul Gattone, Statutory Agent
Date: 5, 1989