

Articles of Incorporation  
of  
Eastlake High School of Colorado Springs

The undersigned adult natural person, acting as incorporator, hereby establishes a nonprofit corporation pursuant to the Colorado Nonprofit Corporation Act and adopts the following articles of incorporation:

ARTICLE I  
Name

The name of the corporation is EASTLAKE HIGH SCHOOL OF COLORADO SPRINGS.

ARTICLE II  
Duration

The corporation shall have perpetual existence.

ARTICLE III  
Purposes

The corporation is organized and shall be operated for educational and scientific purposes as a Colorado charter school pursuant to the Colorado Charter School Act, Sections 22-30.5-101 et. seq. Colorado Revised Statutes (the “Act”), and for such other purposes as may be allowed by law.

ARTICLE IV  
Powers

4.1 General Powers. In furtherance of the foregoing purposes and objectives (but not otherwise) and subject to the restrictions set forth in Section 4.2 of this Article, the corporation shall have and may exercise all of the powers now or hereafter conferred upon nonprofit corporations organized under the laws of Colorado 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.

4.2 Restriction. At any time that the corporation is a Charter School within the meaning of the Act, the corporation shall not engage in any transactions prohibited by the Act and shall otherwise comply with the Act.

ARTICLE V  
Registered Office and Agent; Address

5.1 Registered Office and Agent. The street address of the initial registered office of the corporation is P.O.Box 75268, Colorado Springs, Colorado 80970. The name of its initial registered agent at such address is Gene Sanchez.

5.2 Place of Business. In addition, the corporation may maintain a principal place of business at places as designated by the board of directors and properly filed. The initial principal place of business shall be P.O.Box 75268, Colorado Springs, Colorado 80970.

ARTICLE VI  
No members

6.1 No Stock. The corporation shall have no capital stock.

6.2 No Members. The corporation shall have no members. The management of the corporation shall be vested in the board of directors.

ARTICLE VII  
Board of Directors

7.1 Powers, Number, Terms and Election. The management of the affairs of the corporation shall be vested in a board of directors, except as otherwise provided in the Colorado Nonprofit Corporation Act, these articles of incorporation or the bylaws of the corporation. The number of directors, their classifications, their terms of office and the manner of their election or appointment, except for the initial board of directors named in Section 7.3 of the Article, shall be determined according to the bylaws of the corporation from time to time in force.

7.2 Liability of Directors. No director shall be personally liable to the corporation for monetary damages for any breach of fiduciary duty as a director, except that the foregoing shall not eliminate or limit such as director's liability to the corporation for monetary damages for the following: (a) any breach of such director's duty of loyalty to the corporation; (b) any of such director's 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 7-108-403, as it now exists or hereafter may be amended; or (d) any transaction from which such director derived an improper personal benefit. If the Colorado Nonprofit Corporation Act hereafter is amended to authorize the further elimination or limitation of the liability of directors, then the liability of a director of the corporation, in addition to the limitation on personal liability provided herein, shall be further eliminated or limited to the fullest extent permitted by the Colorado Nonprofit Corporation Act. Any repeal or modification of this Section 7.2 shall be prospective only and shall not adversely affect any right of protection of a director of the corporation existing at the time of such repeal or modification.

ARTICLE VIII  
Bylaws

The initial bylaws 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 bylaws from time to time in force and adopt new bylaws. The bylaws of the corporation may contain any provisions for the regulation or management of the affairs of the corporations that are not inconsistent with law or these articles of incorporation, as these articles may from time to time be amended. However, no bylaw at any time in effect, and no amendment to these 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 IX  
Amendments

Any amendment to these articles of incorporation shall be made by the adoption of such amendment at a meeting of the board of directors upon receiving the vote of a majority of the directors in office.

ARTICLE X  
Dissolution

10.1 General. the corporation may be dissolved as provided by Colorado law for the dissolution of nonprofit corporations.

10.2 Assets. Upon dissolution, the Net Assets of the corporation must be distributed subject to the restrictions set forth in Colorado Nonprofit Corporation Act.

ARTICLE XI  
Incorporator

The name and address of the incorporator is:

Gene Sanchez  
P.O.Box 75268  
Colorado Springs, CO 80970

Dated this 8<sup>th</sup> day of May, 2018.

The name and mailing address of the individual who cause this document to be delivered for filing, and to whom the Secretary of State may deliver notice if filing of this document is refused, Gene Sanchez P.O. Box 75268 Colorado Springs, CO 80970.