

NONPROFIT

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DEPARTMENT OF STATE
STATE OF COLORADO

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ARTICLES OF INCORPORATION
OF
PIKES PEAK ROAD RUNNERS, INC.

Pursuant to the provisions of the Colorado Non Profit Corporations Act, the undersigned corporation adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be PIKES PEAK ROAD RUNNERS, INC..

ARTICLE II

The term of existence of the corporation shall be perpetual.

ARTICLE III

The purposes for which the corporation is organized are as follows:

This corporation is organized exclusively for charitable purposes and as an amateur athletic organization inuding 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 1954. (Or the corresponding provision of any future United States Revenue Law.)

The purposes for which the corporation is organized are in particular the pursuit of social, athletic, pleasurable and recreational endeavors and in general to engage in the transaction of all lawful business for which non-profit corporations may be incorporated pursuant to the Colorado Non-profit Corporations Act, as amended may have, including but not limited to:

1. Sponsor local, regional and national competition to select participants in national championships or international competition in an amateur sport;

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2. Provide administrative, coaching, and training and services to amateur athletes;

3. Disseminate information to amateur athletes, but only if such assistance does not effect the amateur status of athletes to whom it is provided.

The foregoing enumeration of the purposes of the corporation is not intended to prohibit or limit the exercise of power now or hereafter allowed or permitted by law to the said corporation.

ARTICLE IV

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed 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 III hereof. No substantial part of the activities of the corporation shall be carrying on of propaganda, or otherwise 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 any candidate for public office. 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 of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c)(3) of the Internal Revenue Code of 1954, (or the corresponding provision of any future United States Internal Revenue law), as the Board of Trustees

shall determine. All such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE V

The address of the corporation's initial registered office is 301 South Weber, P. O. Box 1481, Colorado Springs, Colorado 80901-1481 and the name of its initial registered agent at such address is Jerry Alan Donley.

ARTICLE VI

The number of Board of Directors is ten (10) and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders, or until their successors are elected and qualify, are as follows:

Ron Wisner
1148 Collins Road
Colorado Springs, CO

Steve Willis
411 W. Cheyenne Road
Colorado Springs, CO

Bill Gallegos
4412 E. San Miguel
Colorado Springs, CO

Patricia Lockhart
Treasurer
1229 Holland Park Blvd.
Colorado Springs, CO

Diane Ruff
Vice President
603 E. Boulder
Colorado Springs, CO

David Garcia
718 North Weber
Colorado Springs, CO

Phil Foster
14425 Timberedge Lane
Colorado Springs, CO

Rodge Rogers
1520 Hollyhock Drive
Colorado Springs, CO

Russ Baker, President
3155 El Canto Drive
Colorado Springs, CO

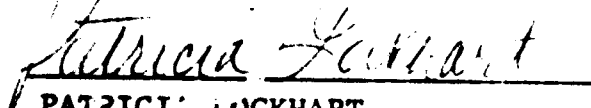
Michael Lockard, Secretary
282 W. Davies
Littleton, CO

ARTICLE VII

The name and address of the incorporator is:

P. O. Box 1694, Colorado Springs, Colorado 80901.

IN WITNESS WHEREOF, the incorporator has hereunto set hand and seal this 20 day of October, 1987.



PATRICIA LOCKHART,
TREASURER


1229 Holland Park Blvd.
Colorado Springs, CO 80907

STATE OF COLORADO)
)
COUNTY OF EL PASO)

I, the undersigned Notary Public, hereby certify that on the 20th day of October, 1987, personally appeared before me Patricia Lockhart, who being by me first duly sworn, declares that ~~he~~ is the person who signed the foregoing document as incorporator, and that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 20th day of October, 1987.

My commission expires: 5/23/89


Notary Public
301 South Weber
Colorado Springs, CO 80903