

THE RECORD REPORTER

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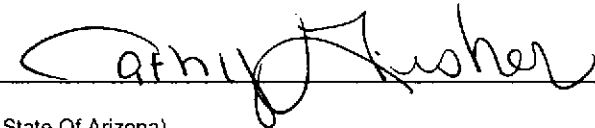
Notice Type: AIN - ARTICLES OF INC NONPROFIT

Ad Description: CTK Foundation 21364071

I, Cathy I. Fisher, am authorized by the publisher as agent to make this affidavit. Under oath, I state that the following is true and correct.

THE RECORD REPORTER is a newspaper of general circulation published Monday, Wednesday and Friday except legal holidays, in the County of Maricopa (also publishing for Pima County), State of Arizona. The copy hereto attached is a true copy of the advertisement as published on the following dates:

12/12/2016, 12/14/2016, 12/16/2016



State Of Arizona)
)ss.
County Of Maricopa)

Subscribed and sworn to before me on the 12th day of December, 2016



HEATHER CLAYTON
Notary Public - Arizona
Maricopa County
Expires 07/31/2020



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DEC 12 2016

ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

RR# 2954021

ARTICLES OF INCORPORATION OF CTK FOUNDATION

We, the undersigned natural persons, all being of the age of eighteen years or more, acting as incorporators for a non-profit corporation to be called CTK Foundation (the "Corporation"), adopt the following Articles of Incorporation for such Corporation:

ARTICLE I. NAME

The name of the Corporation shall be CTK Foundation (the "Corporation").

ARTICLE II. DURATION

The period of duration of the Corporation is perpetual.

ARTICLE III. PURPOSE

The Corporation is organized exclusively for charitable, religious, educational and scientific 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 corresponding section of any future federal tax code.

ARTICLE IV. MEMBERS/STOCK

The Corporation shall not have any class of members or stock.

ARTICLE V. BY LAWS

Provision for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws.

ARTICLE VI. DIRECTORS

The number of directors of this Corporation shall be three (3), or more than three, as fixed from time to time by the Bylaws of the Corporation. The number of directors constituting the present Board of Directors of the Corporation is three (3), and the names and address of the person who are to serve as directors until their successors are elected and shall qualify are:

Jean B. Courtney
3827 North 59th Place
Phoenix, Arizona 85018
Dr. Tiffany C. Pankow
6432 East Calle Rosa
Scottsdale, Arizona 85251
Judith L. Johnson
278 Hot Springs Road
Santa Barbara, California 93108

ARTICLE VII. INCORPORATOR

The name and address of the incorporator are:

Jean B. Courtney
3827 North 59th Place
Phoenix, Arizona 85018

ARTICLE VIII. REGISTERED OFFICE AND AGENT

The name and address of the statutory agent for the Corporation shall be:

Jean B. Courtney
3827 North 59th Place
Phoenix, Arizona 85018

Such office may be changed at any time by the Board of Directors without amendment to these Articles of Incorporation.

I hereby acknowledge and accept appointment as corporate registered agent.

Jean B. Courtney, Statutory Agent

ARTICLE IX. LIMITED OF LIABILITY FOR DIRECTORS

The liability of each Director shall be eliminated or limited for money damages or for any action taken or any failure to take any action as a Director, except as follows: (a) the amount of a financial benefit received by a Director of which the Director is not entitled; (b) an intentional infliction of harm on the Corporation; (c) a violation of Section 10-3833 of the Arizona Statutes; or (d) intentional violation of criminal law.

ARTICLE X. INDEMNIFICATION

The Corporation shall indemnify each Director for liability (as defined in Section 10-3860 of the Arizona Statutes), to any person for any action taken, or any failure to take any action, as Director, except liability for any of the exceptions described in Article IX above.

ARTICLE XI. PRINCIPAL PLACE OF BUSINESS

The principal place of business of this Corporation shall be 3827 North 59th Place, Phoenix, Arizona 85018. The business of this Corporation may be conducted in all counties of the State of Arizona and in all states of the United States, and in all territories thereof, and in all foreign countries as the Board of Directors shall determine.

ARTICLE XII. DISTRIBUTIONS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the Corporation and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial 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 any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, 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 501(c)(3) of the Internal Revenue Code of 1954, as amended or supplemented (or the corresponding provision 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, as amended or supplemented.

ARTICLE XIII. DISSOLUTION

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, as amended or supplemented, or shall be distributed to the federal government or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the District Court 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.

ARTICLE XIV.

FOUNDATION PROVISIONS REQUIRED BY IRC 508(e)

The Corporation shall not engage in any act of self-dealing (as defined in section 4943(d) of the Internal Revenue Code), from making any excess business holdings (as defined in section 4943(c) of the Internal Revenue Code), from making any investments in such manner as to subject the foundation to tax under section 4944 of the Internal Revenue Code, and from making any taxable expenditures (as defined in section 4945(d) of the Internal Revenue Code).

In witness whereof, I, Jean B. Courtney, have executed these Articles of Incorporation of CTK Foundation this 29 day of October, 2016.

That I am the incorporator herein, that I have read the above and foregoing Articles of Incorporation of CTK Foundation; known the contents thereof and assert that the same is true to the best of any knowledge and belief, except as to matters herein alleged upon information and belief and as to those matters I believe to be true.

Jean B. Courtney, Incorporator
12/12, 12/14, 12/16/16

RR-2954021#

