ARIZONA CORPORATION COMMISSION
CORPORATIONS DIVISION COVER SHEET

USE A SEPARATE COVER SHEET FOR EACH DOCUMENT

ARE YOU FILING:  □ New Entity  □ Change to existing entity  □ Re-submission/Correction

PLEASE COMPLETE ALL APPROPRIATE SECTIONS

Type in Corp/LLC Name:

<table>
<thead>
<tr>
<th>FILING TYPE</th>
<th>REGULAR SERVICE FEE</th>
<th>EXPEDITED SERVICE FEE</th>
</tr>
</thead>
<tbody>
<tr>
<td>Articles of Domestication</td>
<td>$100.00</td>
<td>$135.00</td>
</tr>
<tr>
<td>Articles of Incorporation (Profit)</td>
<td>$ 80.00</td>
<td>$ 85.00</td>
</tr>
<tr>
<td>Articles of Incorporation (Non Profit)</td>
<td>$ 40.00</td>
<td>$ 75.00</td>
</tr>
<tr>
<td>Articles of Organization (Limited Liability Company)</td>
<td>$ 30.00</td>
<td>$ 35.00</td>
</tr>
<tr>
<td>Application For Authority (Business)</td>
<td>$175.00</td>
<td>$210.00</td>
</tr>
<tr>
<td>Application to Conduct Affairs (Non Profit)</td>
<td>$175.00</td>
<td>$210.00</td>
</tr>
<tr>
<td>Application for New Authority</td>
<td>$175.00</td>
<td>$210.00</td>
</tr>
<tr>
<td>Application for Registration</td>
<td>$150.00</td>
<td>$105.00</td>
</tr>
<tr>
<td>Articles of Amendment</td>
<td>$ 20.00</td>
<td>$ 20.00</td>
</tr>
<tr>
<td>Articles of Amendment &amp; Restatement</td>
<td>$ 20.00</td>
<td>$ 20.00</td>
</tr>
<tr>
<td>Articles of Correction</td>
<td>$ 20.00</td>
<td>$ 20.00</td>
</tr>
<tr>
<td>Articles of Merger/Share Exchange</td>
<td>$100.00</td>
<td>$150.00</td>
</tr>
<tr>
<td>Articles of Merger (Limited Liability Company)</td>
<td>$ 50.00</td>
<td>$ 75.00</td>
</tr>
<tr>
<td>Affidavit of Publication</td>
<td>$ 5.00</td>
<td>$ 10.00</td>
</tr>
</tbody>
</table>

☐ CORPORATIONS - Certified Copies*:
5 copies for different entities the Expedited fee applies to each entity

☐ LLCs - Certified Copies*:
5 copies for different entities the Expedited fee applies to each entity

☐ Good Standing Certificates*:
5 Good Standing Certificates are for different entities the Expedited fee applies to each entity

☐ Other:__________________________________________

SELECT PAYMENT TYPE:  DO NOT WRITE YOUR CREDIT CARD NUMBER ON THIS FORM

☐ Check  Check #_________________________  Check Amount $________
☐ M.O.D. Account  M.O.D. Acct #__________  Mod Amount $________ NOV 1-7 2014
☐ Cash - for in-person filings only (Do not send cash in the mail.)  Cash Amount $________
☐ Credit Card -- for in-person filings only  CC Amount $________ ARIZONA CORP. COMMISSION
☐ No fee required

REQUIRED - SELECT ONE RETURN DELIVERY OPTION:  □ Mail  □ Pick Up  □ Fax #________

E-mail: info@sagatucson.org

For Mail or Pick Up - Please list the person or company who will be picking up the completed documents.

DOCUMENTS WILL BE Mailed IF THEY ARE NOT PICKED UP IN A TIMELY MANNER (APPROXIMATELY ONE WEEK).

Person or Company Name:_________________________  Phone Number:_________________________

Address:_____________________________________

City:_________________  State:_________  Zip:_________

FOR ARIZONA CORPORATION COMMISSION USE ONLY

PICK-UP BY:_________________________________

DATE:______________________________________

View current process times at: www.azcc.gov/divisions/Corporations

CFCVLR BK# 472394
November 28, 2014

ABIGAIL JENSEN
4625 EAST RIVER ROAD
TUCSON, AZ 85718

RE: SOUTHERN ARIZONA GENDER ALLIANCE, INC.
File Number: 19654206

We are pleased to notify you that the Articles of Incorporation for the above-referenced entity HAVE BEEN APPROVED.

You must publish the Articles of Incorporation in their entirety. The publication must be in a newspaper of general circulation in the county of the known place of business in Arizona for three consecutive publications. A list of newspapers is available on the Commission website, www.azcc.gov/Divisions/Corporations.

Publication must be completed WITHIN 60 DAYS after November 28, 2014, which is the date the document was approved for filing by the Commission. The corporation may be subject to administrative dissolution if it fails to publish. You will receive an Affidavit of Publication from the newspaper, and you may file it with the Commission.

TO SUBSCRIBE TO THE ANNUAL REPORT EMAIL REMINDER SERVICE, GO ONLINE TO WWW.AZCC.GOV/DIVISIONS/CORPORATIONS, THEN CLICK ON THE LINK TO SEARCH FOR YOUR ENTITY. ON YOUR ENTITY’S PAGE, CLICK ON THE BUTTON FOR “SUBSCRIBE TO ANNUAL REPORT EMAIL REMINDER.” IF YOU CHOOSE NOT TO SUBSCRIBE, YOU WILL NOT RECEIVE ANY REMINDER AT ALL FROM THE COMMISSION.

Corporations must notify the Commission immediately, in writing, if they change their corporate address, statutory agent, or statutory agent address. Address change orders must be signed by a duly authorized corporate officer. A forwarding order placed with the U.S. Postal Service is not sufficient to change your address with the Commission.

We strongly recommend you periodically monitor your corporation’s record with the Commission, which can be viewed at www.azcc.gov/Divisions/Corporations. If you have questions or need further information please contact us at (602) 542-3026 in Phoenix, or Toll Free (Arizona residents only) at 1-800-345-5819.

Take our online customer service survey at www.azcc.gov/divisions/Corporations.
ARTICLES OF INCORPORATION
OF
FILE NO. 1965420.6
SOUTHERN ARIZONA GENDER ALLIANCE, INC.

The undersigned, acting as incorporator(s) under the provisions of the Arizona Nonprofit Corporation Act (Arizona Revised Statutes, Title 10, Chapter 24 et seq.), adopts the following:

ARTICLE I
NAME

The name of the corporation shall be Southern Arizona Gender Alliance, Inc. (hereinafter referred to as the "Corporation").

ARTICLE II
PURPOSES AND POWERS

2.1 The purposes for which this Corporation is formed are exclusively charitable, scientific, or educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), and, without limitation, consist of the following:

2.1.1 To provide education, advocacy, support, outreach and other programs for transgender, transsexual, genderqueer, two spirit, butch, femme, gender fluid, other gender nonconforming, and intersex people and their families, allies, service providers, employers and others.

2.1.2 To aid, support, and assist by gifts, contributions or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, scientific, or educational purposes (whether or not organized in the United States), no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carried on propaganda, or otherwise attempting to influence legislation.

2.1.3 To do any and all lawful activities which may be necessary, useful or desirable for the furtherance, accomplishment, fostering or attainment of the foregoing purposes, either directly or indirectly and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, departments, or agencies; provided that such activities are consistent with the purposes of the Corporation set forth in this Section 2.1 and the restrictions and limitations on the Corporation set forth in Article IV of these Articles of Incorporation.

2.2 In general, and subject to such limitations and conditions as are or may be prescribed by law, or in the Corporation's Articles of Incorporation or Bylaws, the Corporation shall have all powers which now or hereafter are conferred by law upon a corporation organized for the purposes set forth above, or are necessary or incidental to the powers so conferred, or are conducive to the attainment of the Corporation's purposes.
ARTICLE III
LIMITATIONS

3.1 All of the purposes and powers of the Corporation shall be exercised exclusively for charitable, scientific, and educational purposes in such manner that the Corporation shall qualify as an exempt organization under Section 501(c)(3) of the Code or any successor provision, and that contributions to the Corporation shall be deductible under Section 170(c)(2) of the Code or any successor provision.

3.2 No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, except as otherwise permitted to an organization described in Section 501(c)(3) of the Code or any successor provision. The Corporation shall not participate in or intervene in any political campaign on behalf of (or in opposition to) any candidate for public office.

3.3 Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal and state income taxes under Section 501(c)(3) of the Code or any successor provision or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code or any successor provision.

3.4 No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its directors, officers, or other private persons, except that the Corporation is authorized or empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes.

3.5 Upon the winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of or provision for payment of all debts and liabilities of the Corporation shall be distributed to an organization or organizations, as determined by the Board of Directors, that are recognized as exempt under Section 501(c)(3) of the Code or any successor provision, and used exclusively to accomplish the purposes for which this Corporation is organized.

ARTICLE IV
MEMBERS

The Corporation shall have no members.

ARTICLE V
KNOWN PLACE OF BUSINESS AND STATUTORY AGENT

The address of the known place of business of the corporation shall be 4625 East River Road, Tucson, Arizona 85716. The name and address of the initial statutory agent of the corporation at such address shall be

Abigail Jensen
4625 East River Road
Tucson, AZ 85716
ARTICLE VI
INCORPORATORS

The names and addresses of the incorporators of the corporation are

Kevin Q. Mexey  
PO Box 2788  
Tucson, AZ 85702

C. Michael Woodward  
PO Box 2788  
Tucson, AZ 85702

Erin Marie Rues  
PO Box 2788  
Tucson, AZ 85702

Hild W. Odawa  
PO Box 2788  
Tucson, AZ 85702

Abigail Jensen  
PO Box 2788  
Tucson, AZ 85702

ARTICLE VII
DIRECTORS

7.1 The Initial Board of Directors of the Corporation shall consist of five (5) directors. The names and addresses of the persons who are to serve as the Initial directors of the corporation are as follows:

Kevin Q. Mexey  
PO Box 2788  
Tucson, AZ 85702

C. Michael Woodward  
PO Box 2788  
Tucson, AZ 85702

Erin Marie Rues  
PO Box 2788  
Tucson, AZ 85702

Hild W. Odawa  
PO Box 2788  
Tucson, AZ 85702

Abigail Jensen  
PO Box 2788  
Tucson, AZ 85702
The number of directors of the corporation shall be fixed as provided in the Bylaws. The initial directors shall serve until the first annual meeting of the directors or until their successors are elected and qualified.

7.2 To the fullest extent permitted by the Arizona Nonprofit Corporation Act, as it exists on the date hereof or may hereafter be amended, a director of this corporation shall not be personally liable to the corporation for monetary damages for conduct as a director. Any amendment to or repeal of said act shall not adversely affect a director of this corporation with respect to any conduct of such director occurring prior to such amendment or repeal.

ARTICLE VIII
NONDISCRIMINATION

The Corporation shall not discriminate or permit discrimination on the basis of race, ethnicity, sex, gender, gender identity, gender expression, physical ability or disability, sexual orientation, age, religion, or national origin.

ARTICLE IX
BYLAWS

Bylaws of the Corporation may be adopted by the Board of Directors at any regular meeting or any special meeting called for that purpose, so long as they are not inconsistent with the provisions of these Articles. The authority to make, alter, amend or repeal bylaws is vested in the Board of Directors and may be exercised at any regular or special meeting of the Board.

DATED this ___ day of November, 2014.

[Signatures]

[Names and Titles]
CONSENT TO SERVE AS STATUTORY AGENT

The undersigned person hereby consents to serve as statutory agent in the State of Arizona for the above named corporation. The undersigned understands that as agent for the corporation it will be her responsibility to receive service of process in the name of the corporation, to forward all mail to the corporation, and to immediately notify the office of the Secretary of State in the event of her resignation or of any change in the registered office address of the corporation for which she is agent.

Ahmad Jaffer, Statutory Agent
1. ENTITY NAME - give the exact name of the corporation in Arizona:
   Southern Arizona Gender Alliance, Inc.

2. A.C.C. FILE NUMBER (If already incorporated or registered in AZ):
   ____________________________
   Find this A.C.C. file number on the upper corner of filed documents OR on our website at: http://www.azcorps.com/AZDisclosureCompliance

3. Check only one of the following to indicate the type of Certificate:
   - Initial (accompanies formation or registration documents)
   - Annual (credit unions and loan companies only)
   - Supplemental to COO filed ________________ (supplements a previously-filed Certificate of Disclosure)

4. FELONY/JUDGMENT QUESTIONS:
   Has any person (a) who is currently an officer, director, trustee, or incorporator, or (b) who controls or holds over ten percent of the issued and outstanding common shares or ten percent of any other proprietary, beneficial or membership interest in the corporation been:

<table>
<thead>
<tr>
<th>Question</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>4.1 Convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven-year period immediately preceding the signing of this certificate?</td>
<td>☐</td>
<td>☐</td>
</tr>
<tr>
<td>4.2 Convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses or restraint of trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the signing of this certificate?</td>
<td>☐</td>
<td>☐</td>
</tr>
<tr>
<td>4.3 Subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven-year period immediately preceding the signing of this certificate, involving any of the following:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>a. The violation of fraud or registration provisions of the securities laws of that jurisdiction;</td>
<td>☐</td>
<td>☐</td>
</tr>
<tr>
<td>b. The violation of the consumer fraud laws of that jurisdiction;</td>
<td>☐</td>
<td>☐</td>
</tr>
<tr>
<td>c. The violation of the antitrust or restraint of trade laws of that jurisdiction?</td>
<td>☐</td>
<td>☐</td>
</tr>
<tr>
<td>4.4 If any of the answers to numbers 4.1, 4.2, or 4.3 are YES, you MUST complete and attach a Certificate of Disclosure Felony/Judgment Attachment form C004.</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
### E. BANKRUPTCY QUESTIONS

<table>
<thead>
<tr>
<th>Question</th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td>Has any person (a) who is currently an officer, director, trustee, incorporator, or (b) who controls or holds over twenty per cent of the issued and outstanding common shares or twenty per cent of any other proprietary, beneficial or membership interest in the corporation, served in any such capacity or held a twenty per cent interest in any other corporation (not the one filing this Certificate) on the bankruptcy or receivership of the other corporation?</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

If the answer to number 5.1 is YES, you MUST complete and attach a Certificate of Disclosure Bankruptcy Attachment form C003.

**IMPORTANT:** If within 60 days of the delivery of this Certificate to the A.C.C. any person not included in this Certificate becomes an officer, director, trustee or person controlling or holding over two per cent of the issued and outstanding shares or ten per cent of any other proprietary, beneficial or membership interest in the corporation, the corporation must submit a SUPPLEMENTAL Certificate providing information about that person, signed by all incorporators or by a duly elected and authorized officer.

**SIGNED CERTIFICATE**

<table>
<thead>
<tr>
<th>Certificate of Disclosure:</th>
<th>This Certificate must be signed by all incorporators. If more space is needed, complete this Certificate and attach an Incorporator Attachment form C004.</th>
</tr>
</thead>
<tbody>
<tr>
<td>Foreign corporations:</td>
<td>This Certificate may be signed by a duly authorized officer or by the Chairman of the Board of Directors.</td>
</tr>
<tr>
<td>Credit Unions and Loan Companies:</td>
<td>This Certificate must be signed by any 2 officers or directors.</td>
</tr>
</tbody>
</table>

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**Kevin Q. Maray**

PO Box 2758

**C. Michael Woodward**

PO Box 2758

---

**Kevin Q. Maray**

PO Box 2758

**C. Michael Woodward**

PO Box 2758

---

**Filing Fee:** None

All fees are nonrefundable - see Instructions.
1. ENTITY NAME as listed on the Articles of Incorporation:

2. INCORPORATORS - List the name and address, and provide the signature, of additional INCORPORATORS of the corporation. If more space is needed, use another Incorporator Attachment form CB84.

Erin Marie Russ
Name
PO Box 2786
Address 1

Address 2 (optional)
Tucson
AZ 85702
City
UNITED STATES

Signature

Date
1/1/17

By checking the box marked "I accept" below, I acknowledge under penalty of perjury that this document together with any attachments is submitted in compliance with Arizona law.

☐ I ACCEPT

Erin Marie Russ

Mild W. Odawo
Name
PO Box 2786
Address 1

Address 2 (optional)
Tucson
AZ 85702
City
UNITED STATES

Signature

Date
11/3/17

By checking the box marked "I accept" below, I acknowledge under penalty of perjury that this document together with any attachments is submitted in compliance with Arizona law.

☐ I ACCEPT

Mild W. Odawo

Corporation or Incorporator - I am signing as an officer or authorized agent of a corporation and its name is:

L.L.C as Incorporator - I am signing as a member, manager, or authorized agent of a limited liability company, and its name is:

L.L.C as Incorporator - I am signing as a member, manager, or authorized agent of a limited liability company, and its name is:
1. ENTITY NAME as noted on the Articles of Incorporation:

2. INCORPORATORS - List the name and address, and provide the signature, of additional INCORPORATORS of the corporation. If more space is needed, use another Incorporator Attachment form C994.

Abigail Jensen
PO Box 2768
Tucson, AZ 85702

Name:
Address 1:
City: Tucson
State: AZ
Zip: 85702

Abigail Jensen

By checking the box marked "I accept" below, I acknowledge under penalty of perjury that this document together with any attachments is submitted in compliance with Arizona law.

I accept

Abigail Jensen

Corporation as Incorporator - I am signing as an officer or authorized agent of a corporation and its name is:

ILC as Incorporator - I am signing as a member, manager, or authorized agent of a Limited Liability company, and its name is:

☐ I accept