

Print

ARIZONA CORPORATION COMMISSION
CORPORATIONS DIVISION COVER SHEET

Clear Form

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: _____

FILING TYPE	REGULAR SERVICE FEE	EXPEDITED SERVICE FEE
<input type="checkbox"/> Articles of Domestication	\$100.00	\$135.00
<input type="checkbox"/> Articles of Incorporation (Profit)	\$ 80.00	\$ 95.00
<input checked="" type="checkbox"/> Articles of Incorporation (Non Profit)	\$ 40.00	\$ 75.00
<input type="checkbox"/> Articles of Organization (Limited Liability Company)	\$ 80.00	\$ 85.00
<input type="checkbox"/> Application For Authority (Business)	\$175.00	\$210.00
<input type="checkbox"/> Application to Conduct Affairs (Non Profit)	\$175.00	\$210.00
<input type="checkbox"/> Application for New Authority	\$175.00	\$210.00
<input type="checkbox"/> Application for Registration	\$150.00	\$185.00
<input type="checkbox"/> Articles of Amendment	\$ 25.00	\$ 60.00
<input type="checkbox"/> Articles of Amendment & Restatement	\$ 25.00	\$ 60.00
<input type="checkbox"/> Articles of Correction	\$ 25.00	\$ 60.00
<input type="checkbox"/> Articles of Merger/Share Exchange	\$100.00	\$135.00
<input type="checkbox"/> Articles of Merger (Limited Liability Company)	\$ 80.00	\$ 85.00
<input type="checkbox"/> Affidavit of Publication	\$ 0.00	\$ 35.00
<input type="checkbox"/> CORPORATIONS - Certified Copies* <small>*If copies are for different entities the Expedite fee applies to each entity</small>	<input type="checkbox"/> \$5.00 Each () (Enter Quantity)	<input type="checkbox"/> \$40.00 () (Enter Quantity)
<input type="checkbox"/> LLCs - Certified Copies* <small>*If copies are for different entities the Expedite fee applies to each entity</small>	<input type="checkbox"/> \$10.00 Each () (Enter Quantity)	<input type="checkbox"/> \$40.00 () (Enter Quantity)
<input type="checkbox"/> Good Standing Certificates* <small>*Good Standing Certificates are for different entities the Expedite fee applies to each entity</small>	<input type="checkbox"/> \$10.00 Each () (Enter Quantity)	<input type="checkbox"/> \$45.00 () (Enter Quantity)
<input type="checkbox"/> Other: _____	<input type="checkbox"/> Regular Fee	<input type="checkbox"/> Expedite Fee

SELECT PAYMENT TYPE:

DO NOT WRITE YOUR CREDIT CARD NUMBER ON THIS FORM!

- Check Check # _____
- M.O.D. Account MOD Acct # _____
- Cash -- for in-person filings only (Do not send cash in the mail.)
- Credit Card -- for in-person filings only
- No fee required

RECEIVED
NOV 17 2014
ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

REQUIRED - SELECT ONE RETURN DELIVERY OPTION: Mail Pick Up Fax # ()

PLEASE PRINT E-MAIL ADDRESS CLEARLY:

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: _____

PICK-UP BY: _____ FOR ARIZONA CORPORATION COMMISSION USE ONLY DATE: _____

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

COMMISSIONERS
BOB STUMP – Chairman
GARY PIERCE
BRENDA BURNS
BOB BURNS
SUSAN BITTER SMITH



JODI JERICH
Executive Director

PATRICIA L. BARFIELD
Director
Corporations Division

ARIZONA CORPORATION COMMISSION

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.

CF:04
REV. 01/2009

NOV 17 2014

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 carrying 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.

AZ CORPORATION COMMISSION
FILED

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FILE NO. 1965420-6

**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 85718. 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 85718

**ARTICLE VI
INCORPORATORS**

The names and addresses of the incorporators of the corporation are

Kevin Q. Maxey
PO Box 2788
Tucson, AZ 85702

C. Michael Woodward
PO Box 2788
Tucson, AZ 85702

Erin Marie Russ
PO Box 2788
Tucson, AZ 85702

Mel 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. Maxey
PO Box 2788
Tucson, AZ 85702

C. Michael Woodward
PO Box 2788
Tucson, AZ 85702

Erin Marie Russ
PO Box 2788
Tucson, AZ 85702

Mel 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.



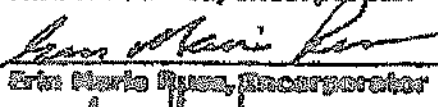
Kelle D. Henry, Incorporator




C. Michael Monahan, Incorporator



Will W. O'Brien, Incorporator



Erin Marie Russ, Incorporator



Abigail Jensen, Incorporator

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.



Abigail Jensen, Statutory Agent

DO NOT WRITE ABOVE THIS LINE; RESERVED FOR A.C.C. USE ONLY.

CERTIFICATE OF DISCLOSURE

Read the Instructions C003!

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 the A.C.C. file number on the upper corner of filed documents OR on our website at: <http://www.azcc.org/AboutUs/Corporations>

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 COD 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 per cent of the issued and outstanding common shares or ten per cent of any other proprietary, beneficial or membership interest in the corporation been:

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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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: a. The violation of fraud or registration provisions of the securities laws of that jurisdiction; b. The violation of the consumer fraud laws of that jurisdiction; c. The violation of the antitrust or restraint of trade laws of that jurisdiction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

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.

5. BANKRUPTCY QUESTION:

<p>5.1 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?</p>	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<p>5.2 If the answer to number 5.1 is YES, you MUST complete and attach a Certificate of Disclosure Bankruptcy Attachment form C005.</p>		

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 ten 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.

SIGNATURE REQUIREMENTS	
Initial Certificate of Disclosure:	This Certificate must be signed by all incorporators. If more space is needed, complete and attach an Incorporator Attachment form C004.
Foreign corporations:	This Certificate may be signed by a duly authorized officer or by the Chairman of the Board of Directors.
Credit Unions and Loan Companies:	This Certificate must be signed by any 2 officers or directors.

Kevin Q. Maxey
Name

PO Box 2783
Address 1

Address 2

Tucson	AZ	85702
City	State	Zip
Country UNITED STATES		

C. Michael Woodward
Name

PO Box 2783
Address 1

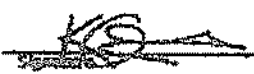
Address 2

Tucson	AZ	85702
City	State	Zip
Country UNITED STATES		

SIGNATURE - see Instructions C003:

By typing or entering my name and 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



Signature

Kevin Q. Maxey 11/12/2014
Name Date

SIGNATURE - see Instructions C003:

By typing or entering my name and 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


Signature

C. Michael Woodward 11/11/14
Name Date

REQUIRED - check only one:

Incorporator - I am an incorporator of the corporation submitting this Certificate.

Officer - I am an officer of the corporation submitting this Certificate.

Chairman of the Board of Directors - I am the Chairman of the Board of Directors of the corporation submitting this Certificate.

Director - I am a Director of the credit union or loan company submitting this Certificate.

REQUIRED - check only one:

Incorporator - I am an incorporator of the corporation submitting this Certificate.

Officer - I am an officer of the corporation submitting this Certificate.

Chairman of the Board of Directors - I am the Chairman of the Board of Directors of the corporation submitting this Certificate.

Director - I am a Director of the credit union or loan company submitting this Certificate.

<p>Filing Fee: None</p> <p>All fees are nonrefundable - see Instructions.</p>	<p>Mail: Arizona Corporation Commission - Corporate Filings Section 1300 W. Washington St., Phoenix, Arizona 85007</p> <p>Fax: 602-542-4180</p>
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Please be advised that A.C.C. forms do not carry the protections provided by statute. You should seek private legal counsel for those matters that may pertain to the individual needs of your business. All documents filed with the Arizona Corporation Commission are public records and are open for public inspection. If you have questions after reading the instructions, please call 602-542-3325 or (within Arizona only) 602-345-5816.

DO NOT WRITE ABOVE THIS LINE, RESERVED FOR AOC USE ONLY.

INCORPORATOR ATTACHMENT

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 CDB4.

Erin Marie Russ

Name

PO Box 2788

Address 1

Address 2 (optional)

Tucson

AZ

85702

City

UNITED STATES

Country

SIGNATURE: see Instructions C010i or C011i:

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

11/00/14

Print Name

Date

IF SIGNING FOR AN ENTITY, CHECK ONE, FILL IN BLANK:

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

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

Miki W. Odawa

Name

PO Box 2788

Address 1

Address 2 (optional)

Tucson

AZ

85702

City

UNITED STATES

Country

SIGNATURE: see Instructions C010i or C011i:

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



Miki W. Odawa

11-11-14

Print Name

Date

IF SIGNING FOR AN ENTITY, CHECK ONE, FILL IN BLANK:

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

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

DO NOT WRITE ABOVE THIS LINE; RESERVED FOR AOC USE ONLY.
INCORPORATOR ATTACHMENT

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 CD84.

Abigail Jensen
Name

PO Box 2788
Address 1

Address 2 (optional)
TUCSON **AZ** **85702**
City State Zip

UNITED STATES
Country

Name

Address 1


Address 2 (optional)

City State Zip

Country

SIGNATURE: see Instructions **CO101** or **CO111**
 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


Signature
Abigail Jensen
Name

IF SIGNING FOR AN ENTITY, CHECK ONE, FILL IN BLANKS

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

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

SIGNATURE: see Instructions **CO101** or **CO111**
 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

Signature

IF SIGNING FOR AN ENTITY, CHECK ONE, FILL IN BLANKS

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

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