



STATE OF NEW MEXICO
DIANNA J. DURAN

SECRETARY OF STATE

March 10, 2015

LISA WILLMAN

1744 S. TRIVIZ DR.
LAS CRUCES NM 88001

RE: VELO CRUCES, INC.

Entity ID: 5026865

The Office of the Secretary of State has approved and filed the Articles Of Incorporation for the above captioned corporation effective March 2, 2015. The enclosed Certificate Of Incorporation is evidence of filing, and should become a permanent document of the corporation's records.

The referenced approval does not constitute authorization for the above referenced corporation to transact any business which requires compliance with other applicable federal or state laws, including, but not limited to, state licensing requirements. It is the corporation's sole responsibility to obtain such compliance with all legal requirements applicable thereto prior to engaging in the business for which it has obtained approval of the referenced document.

Pursuant to Chapter 53, Article 8 NMSA 1978 Nonprofit Corporations Act, (53-8-83), you are required to file an initial corporate report with a filing fee of \$10 by April 9, 2015. Thereafter, a corporate report must be filed annually on or before the fifteenth day of the fifth month following the the end of its taxable year. Late filing penalty of \$10 will be added for untimely filing of any report. The report is required to be filed whether a corporation is active or inactive or until such time that the corporation is relieved from filing the report as required by law. A supplemental report shall be filed within thirty days if, after filing of the corporate report, a change is made affecting the report. All of the above reports can be filed by using the e-Filing web portal: <https://portal.sos.state.nm.us/Corps>

Your canceled check, as validated by this office, is your receipt. If you have any questions please contact the Corporations Bureau at (505) 827-4508 or toll free at 1-800-477-3632 for assistance.

Corporations Bureau

OFFICE OF THE SECRETARY OF STATE

NEW MEXICO

Certificate Of Incorporation

OF

VELO CRUCES, INC.

5026865

The Office of the Secretary of State certifies that the Articles Of Incorporation, duly signed and verified pursuant to the provisions of the

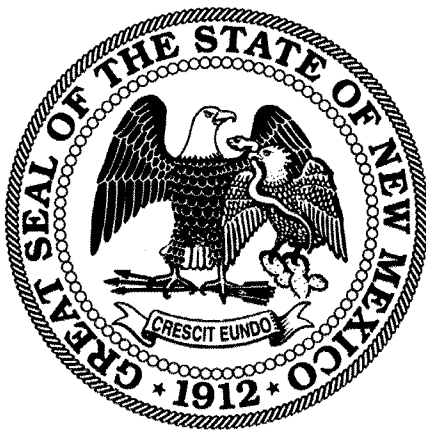
Nonprofit Corporation Act

(53-8-1 To 53-8-99 NMSA 1978)

have been received and are found to conform to law. Accordingly, by virtue of the authority vested in it by law, the Office of the Secretary of State issues this Certificate Of Incorporation and attaches hereto a duplicate of the Articles Of Incorporation.

Dated : **March 2, 2015**

In testimony whereof, the Office of the Secretary of State has caused this certificate to be signed on this day in the city of Santa Fe, and the seal of said office to be affixed hereto.



A handwritten signature in cursive script, reading "Dianna J. Duran".

Dianna J. Duran
Secretary of State

ARTICLES OF INCORPORATION

OF

Velo Cruces, Inc.

The undersigned, acting as incorporators to form a corporation under the New Mexico Nonprofit Corporation Act (53-8-1 to 53-8-12 NMSA 1978) adopt the following Articles of Incorporation for such Corporation:

ARTICLE ONE: The name of the Corporation (“hereinafter called the corporation”) is the Velo Cruces, Inc.

ARTICLE TWO: The period of duration shall be Perpetual.

Article Three: The corporation is a not for profit corporation, organized exclusively for the purpose of promoting a healthy lifestyle and the sport of bicycling and support bike safety education including the education of motorists. For the purpose of engaging in any lawful act or activity not for pecuniary profit for which not for profit corporations may be organized, so far as same may be permitted by the laws of the State of New Mexico and Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code. This includes, but is not limited to, promoting bicycling and the making of distributions to organizations of similar aims and purposes that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding sections of any future tax code.

ARTICLE FOUR:

The New Mexico street address of the corporation’s initial registered office is: 1744 S Triviz Dr, Las Cruces, NM 88005. The name of the initial registered agent at the address of the initial registered office is: Jamie Lakey

ARTICLE FIVE: The names and addresses of the initial officers as well as the board of directors are:

NAME	ADDRESS
Lisa Willman, President	1744 S Triviz Dr, Las Cruces, NM 88001
Eugenia Conway Vice President	5155 Silver King Road, Las Cruces, NM 88011
Gabriel Rochelle, Secretary	2701 Calle de Oeste, Mesilla NM 88046
Donald Wilson, Treasurer	515 W Mountain Ave, Las Cruces, NM 88005
Gerry Strathman, Director	2316 Seven Hills Pky, Las Cruces, NM 88011
Tammy Schurr, Director	1307 Park Dr., Las Cruces, NM 88005
George Pearson, Director	406 W Las Cruces Ave, Las Cruces, NM 88005
Jamie Lakey, Director	1744 S Triviz Dr, Las Cruces, NM 88001
Pablo Lopez, Director	712 W Court, Las Cruces, NM 88005

ARTICLE SIX: The name and address of each incorporator is:

NAME

ADDRESS

Lisa Willman
Eugenia Conway

1744 S Triviz Dr, Las Cruces, NM 88001
5155 Silver King Road, Las Cruces, NM 88011

Date: 2-25-2015





Signature of Incorporator(s)

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Corporation Bureau

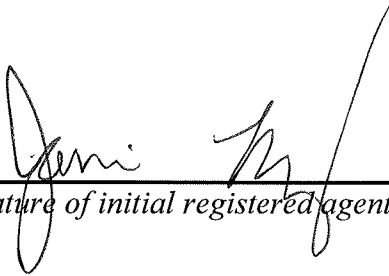
MAR 02 2015

STATEMENT OF ACCEPTANCE OF APPOINTMENT
BY DESIGNATED INITIAL REGISTERED AGENT

FILED
SOS
Corporation Bureau

MAR 02 2015

I, Jamie Lakey, Hereby acknowledge that the undersigned individual or corporation accepts appointment as Initial Registered Agent of Velo Cruces, Inc. the corporation which is named in the annexed Articles of Incorporation.



Signature of initial registered agent

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Corporation Bureau

MAR 02 2015