



FILED
DEC 29 2017

OREGON
SECRETARY OF STATE 1:24PM 000001 #0134

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BUSINESS Fee use only \$50.00
CHECK \$50.00

REGISTRY NUMBER: 096930-11

In accordance with Oregon Revised Statute 192.410-192.490, the information on this application is public record. We must release this information to all parties upon request and it will be posted on our website.

Please Type or Print Legibly in Black Ink.

1) ENTITY NAME: Oregon State University Extension Association

2) STATE THE ARTICLE NUMBER(S): and set forth the article(s) as it is amended to read. (Attach a separate sheet if necessary.)
See attached separate sheet for the amendments to the following two articles:

Article II: The purpose or purposes for which the corporation is organized are:

Article VI: The provisions for the distribution of assets on dissolution or final liquidation are:

3) THE AMENDMENT WAS ADOPTED ON: Both amendments adopted on December 6, 2017

(If more than one amendment was adopted, identify the date of adoption of each amendment.)

4) CHECK THE APPROPRIATE STATEMENT:

- Membership approval was not required. The amendment(s) was approved by a sufficient vote of the board of directors or incorporators.
- Membership approval was required.

The membership vote was as follows:

Class(es) entitled to vote	Number of members entitled to vote	Number of votes entitled to be cast	Number of votes cast FOR	Number of votes cast AGAINST
1	222	56	49	0

5) EXECUTION: (Must be signed by at least one officer or director.)

By my signature, I declare as an authorized authority, that this filing has been examined by me and is, to the best of my knowledge and belief, true, correct, and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment or both.

Signature:

Printed Name:

Title:

Jenny Rudolph

President—OSUEA

CONTACT NAME: (To resolve questions with this filing.)

Lillian Larwood

PHONE NUMBER: (Include area code.)

541-737-1316

FEES

Required Processing Fee \$50

No Fee for Nonprofit Type Change.

Processing Fees are nonrefundable. Please make check payable to "Corporation Division."

Free copies are available at FilingInOregon.com, using the Business Name Search program.

Article II: The purpose or purposes for which the corporation is organized are:

Amended Wording:

This corporation shall be organized and operated exclusively for charitable, scientific, and educational purposes. Subject to the limitations stated in the Articles of Incorporation, the purposes of this corporation shall be to engage in any lawful activities, none of which are for profit, for which corporations may be organized under Chapter 65 of the Oregon Revised Statutes (or its corresponding future provisions).

This corporation's primary purposes shall be to:

- (1) improve the professional ability of each member as an Extension educator,
- (2) improve the understanding of the role of Extension education,
- (3) improve the esprit de corps of the Extension staff,
- (4) advance the welfare of the members of the Association.

Article VI: The provisions for the distribution of assets on dissolution or final liquidation are:

Amended Wording:

Section 1. *Dissolution.* This Corporation may be dissolved by a two-thirds majority of the quorum at an annual meeting if the proposal for dissolution was sent to the membership with the notice of the meeting.

Section 2. *Distribution of Funds.* Any funds in the treasury, after payment of outstanding obligations at the time of dissolution, shall be given to the Oregon State University Foundation for the OSU Extension Professional Development Fund.

NP 96930

FILED
IN THE OFFICE OF THE CORPORATION
COMMISSIONER OF THE STATE OF ORE.
MAR 26 1985
JANE EDWARDS
CORPORATION COMMISSIONER

STATE OF OREGON
DEPARTMENT OF COMMERCE
CORPORATION DIVISION

Submit Original and One
True Copy
Filing Fee (831.115)\$15.00
Payment made by:
Name Joyce Patterson
Address 422 Administrative Services I
Oregon State University
Corvallis, OR 97331

ARTICLES OF AMENDMENT
FOR
NONPROFIT CORPORATION

Pursuant to ORS 61.370 these Articles of Amendment were adopted by the undersigned corporation:

1. The present (not new) corporate name is Oregon Extension Association

2. The following amendment of the Articles of Incorporation was adopted in the manner prescribed by the Oregon Nonprofit Corporation Act:
(State article number(s) and set forth article(s) in full as will be amended to read.)

ARTICLE 1 - NAME

This organization shall be known as the Oregon State University Extension Association

3. (Check below the statement which is appropriate, please mark only one box.)

- The amendment was adopted at a meeting of the Board of Directors on _____, 19____, and received the vote of a majority of the directors in office, there being no members having voting rights in respect thereof.
- The amendment was adopted at a meeting of the members on December 12, 1984, at which a quorum was present, and the amendment received at least two-thirds of the votes which members present or represented by proxy at such meeting were entitled to cast.
- The amendment was adopted by a consent in writing signed by all members entitled to vote with respect thereto.

We, the undersigned officers, declare under penalties of perjury that we have examined the foregoing and to the best of our knowledge and belief, it is true, correct and complete.

Oregon Extension Association
Present (Not New) Corporate Name

By Lynn Cannon and Michael Mahood
(Signature) (Signature)

President Title of Officer (Pres. or Vice Pres.) Secretary Title of Officer (Sec. or Asst. Sec.)

Phone Number: 396-3121 x 296 Phone Number: 754-2421

Dated 3/22, 1985.

File the original and one true copy with Corporation Commissioner, Commerce Bldg., 158 12th Street NE, Salem, Oregon 97310.



Department of Commerce Corporation Division

Certificate of Incorporation

OF

OREGON EXTENSION ASSOCIATION

The undersigned, as Corporation Commissioner of the State of Oregon, hereby certifies that duplicate originals of Articles of Incorporation, duly signed and verified pursuant to the provisions of the Oregon Nonprofit Corporation Act, have been received in this office and are found to conform to law.

Accordingly, the undersigned, as such Corporation Commissioner, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation and attaches hereto a duplicate original of the Articles of Incorporation.

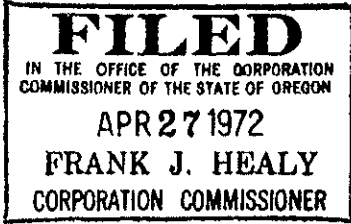
In Testimony Whereof, I have hereunto set my hand and affixed hereto the seal of the Corporation Division of the Department of Commerce of the State of Oregon this
27th day of April, 1972.



Frank J. Healy
Corporation Commissioner

By _____
Chief Clerk

Nonprofit



Articles of Incorporation

OF

OREGON EXTENSION ASSOCIATION

The undersigned natural person(s) of the age of twenty-one years or more, acting as incorporators under the Oregon Nonprofit Corporation Law, adopt the following Articles of Incorporation:

Oregon Extension Association

ARTICLE I The name of this corporation is

(The corporate name cannot contain any word or phrase which indicates or implies that it is organized for any purpose other than one or more of the purposes contained in its articles of incorporation; and cannot contain the word "cooperative". See ORS. 61.071.)

Perpetual

and its duration shall be

ARTICLE II The purpose or purposes for which the corporation is organized are:

- 1. Improve the professional ability of each member as an extension educator.
2. Improve the understanding of the role of extension education.
3. Improve the esprit de corps of the extension staff.
4. Advance the welfare of the members of the association.
5. That the corporation may engage in any lawful activity, none of which is for profit, for which corporations may be organized under O.R.S. Chapter 61.

(It is not necessary to set forth in the articles any of the corporate powers enumerated in ORS 61.061. It is sufficient to state, either alone or with other purposes, "That the corporation may engage in any lawful activity, none of which is for profit, for which corporations may be organized under ORS Chapter 61"; however, it is desirable to state the primary purpose of the corporation in conjunction with such statement.)

ARTICLE III The address of the initial registered office of the corporation is

Gilmore Hall 200, Oregon State University, Corvallis, Oregon 97330

(Street and Number) (City and State) (Zip)

and the name of its initial registered agent at such address is Marvin Shearer

ARTICLE IV The number of directors constituting the initial board of directors of the corporation is

10, and the names and addresses of the persons who are to serve as directors until the first

(At least three)

annual meeting or until their successors are elected and shall qualify are:

Table with 4 columns: Name, Address (Street and Number), Address (City and State), and (Zip). Rows include N. John Hansén, Jane Schroeder, Wayne Roberts, Marvin Shearer, Leo Whitlow, Dave Burkhart, Lloyd Baron, Roberta Anderson, Evelyn Brookhyser, and Lee Foster.

***\$10.00

ARTICLE V The name and address of each incorporator is:

<u>Name</u>	(Street and Number)	<u>Address</u> (City and State)	(Zip)
N. John Hansen	Courthouse Annex	Dallas, Oregon	97338
Jane Schroeder	McCaulou Bldg.	Madras, Oregon	97741
W. Wayne Roberts	Courthouse	McMinnville, Oregon	97128
Marvin N. Shearer	Gilmore Hall 200	Corvallis, Oregon	97331
Lee R. Foster	Courthouse	Hood River, Oregon	97031

ARTICLE VI The provisions for the distribution of assets on dissolution or final liquidation are:

Upon the dissolution of the corporation, the Board of Directors 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 a manner, or to such organization or organizations organized and operated exclusively for charitable or educational purposes 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 provisions of any future United States Internal Revenue Law) as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of Multnomah County, Oregon, 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 VII (Optional provisions for the regulation of the internal affairs of the corporation as may be appropriate. If none, leave blank.)

We, the undersigned incorporators, declare under penalties of perjury that we have examined the foregoing and to the best of our knowledge and belief, it is true, correct and complete.

x <u>N. John Hansen</u>	x <u>Marvin N. Shearer</u>
x <u>Jane Schroeder</u>	x <u>Lee R. Foster</u>
x <u>W. Wayne Roberts</u>	

Dated April 26, 1972