

700836-89

ARTICLES OF INCORPORATION
OF
CITY CLUB OF FOREST GROVE
A Nonprofit Corporation

FILED
JUL 16 1999
OREGON
SECRETARY OF STATE

- Article 1. The name of this corporation is CITY CLUB OF FOREST GROVE.
- Article 2. The corporation is a Public Benefit Corporation.
- Article 3. The initial registered agent is Moore & Lommen, P.C., 2002 Pacific Avenue, Forest Grove, Oregon 97116. #130903-11
- Article 4. The principal office address is 2002 Pacific Avenue, Forest Grove, Oregon 97116
- Article 5. This corporation shall have members. The criteria for membership and the procedures for admission of members shall be established as provided in the Bylaws.
- Article 6. This corporation is organized exclusively for social welfare purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 as amended to promote the social and community welfare of the city of Forest Grove, Oregon, with special emphasis on the central business district.
- Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 as amended (of the corresponding provision of any future United States Internal Revenue Law).
- Article 7. Upon the winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable, educational, religious, and/or scientific purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

Page 1. ARTICLES OF INCORPORATION

07029905503 \$20.00

CITY CLUB OF FOREST GROVE



70083689-2421745

NEW

Article 8. Limitation of Liability and Indemnity.

Section 1. Limitation of Liability and Indemnity. To the fullest extent authorized by the Laws of Oregon, no director shall be liable to the corporation for monetary damages for conduct as a director.

Section 2. Indemnification. To the fullest extent authorized by the Laws of Oregon and in accordance with the Corporation's Bylaws, the corporation shall indemnify the corporation's directors, officers, agents and employees against liability incurred in any proceeding to which such director, officer, agent or employee was made a party because he or she was a director, officer, agent, or employee of the corporation.

Section 3. To the fullest extent authorized by the laws of Oregon, the corporation shall advance expenses to a director, officer, agent or employee who is a party to a proceeding because he or she was a director, officer, agent or employee of the corporation.

Article 9. The name and address of each incorporator, each being an individual eighteen (18) years of age or older:

Dana Gore
2020 Main Street
Forest Grove, OR 97116

Kathy Goans
2004 Main Street
Forest Grove, OR 97116

Execution:

Dana Gore, Incorporator
Kathy Goans, Incorporator

Person to contact about this filing:

Michael M. Moore, Attorney
(503) 357-3191