FILE NO. 137 890

ARTICLES OF INCORPORATION

OF

WRANK J. HEALY HILLSIDE NEIGHBORHOOD ASSOCIATION COMMISSIONER

A NON-PROFIT CORPORATION

The undersigned natural person of the age of eighteen (18) years or more, acting as incorporator under the Oregon Nonprofit Corporation Law, adopts the following Articles of Incorporation:

ARTICLE I.

The name of the corporation is HILLSIDE NEIGHBORHOOD ASSOCIATION and its duration shall be perpetual.

ARTICLE II.

The purposes for which the corporation is organized are:

- (a) To provide a facility for education, research, exchange of information and social welfare for citizens of the Hillside neighborhood as they may relate to their total environment:
- (b) To assist in furthering activities and projects which will raise the level of the total Hillside neighborhood environment to the point desired by the citizens; and
- (c) To do and perform all activities related to said purposes and to have and enjoy all the powers granted and to engage in any lawful purpose or act permitted by ORS Chapter 61.

ARTICLE III.

The address of the initial registered office of the corporation is 820 N.W. Culpepper Terrace, Portland, Oregon, 97210 and the name of its initial registered agent at such address is Sally C. Landauer.

ARTICLE IV.

The number of directors constituting the initial board of directors of the corporation is 17, and the names and addresses of the persons who are to serve as directors until the first annual meeting or until their successors are elected and shall qualify are:

Name:	Address		
David & Ann Kafoury	804 N.W. Culpepper Terrace Portland, Oregon 97210		
Gino & Cathy Pieretti	3055 N.W. Cumberland Road Portland, Oregon 97210		
Thomas J. & Marie Spence	2847 N.W. Westover Road Portland, Oregon 97210		
Roger & Elaine Paul	2826 N.W. Fairfax Terrace Portland, Oregon 97210		
Paul & Dorothy Carbon	2849 N.W. Ariel Terrace Portland, Oregon 97210		
Jack & Anne Bluestein	662 N.W. Melinda Portland, Oregon 97210		
William B. & Judy Campbell	2885 N.W. Shenandoah Portland, Oregon 97210		
William & Carol Darcy	2816 N.W. Cumberland Road Portland, Oregon 97210		
Sally Landauer	820 N.W. Culpepper Terrace Portland, Oregon 97210		

ARTICLE V.

The name and address of the incorporator is:

Name

Address

Sally C. Landauer

820 N.W. Culpepper Terrace Portland, Oregon 97210

ARTICLE VI.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law). Notwithstanding any other provisions of these articles, this corporation shall not, except to any

insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VII.

Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provision 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 manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(4) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by a court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

I, the undersigned incorporator, declare under penalties of perjury that I have examined the foregoing and to the best of my knowledge and belief, it is true, correct and complete.

NAME	ADDRESS
Salf C. Randaun	820 NW Culpepper Jen.
. 0 .	Putland Okeyon 97210
DATED OCT 5	, 1979.

FILE NO. _13989

ARTICLES OF AMENDMENT

OF

HILLSIDE NEIGHBORHOOD ASSOCIATION

FILED

IN THE OFFICE OF THE STATE OF ONE.

COMMISSIONER OF THE STATE OF ONE.

MAY 19 1984

MAY 19 1984

JANE EDWARDS

ON CORRESION COMMISSIONER

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

- 1. The present corporate name is Hillside Neighbor-hood Association.
- 2. The following amendments to the Articles of Incorporation were adopted in the manner prescribed by the Oregon Nonprofit Corporation Act:
 - (a) Article II is amended to read:

"The purposes for which the corporation is organized are:

- (a) To operate exclusively for charitable, scientific, literary or educational purposes, within the meaning of \$501(c)(3) of the Internal Revenue Code of 1954.
- (b) Within the above purpose, to provide education and to promote the social welfare of the Hillside neighborhood, lessen neighborhood tensions, and to lessen the burdens of government, by assisting in the erection or maintenance of public property in the Hillside neighborhood.

Page 1 - ARTICLES OF AMENDMENT

(c) To do and perform all activities related to said purposes and to have and enjoy all the powers granted and to engage in any lawful purpose or act permitted by ORS Chapter 61."

(b) Article VII is amended to read:

"Upon dissolution of the corporation, the Board of Trustees, shall, after paying or making provision 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 manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as 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 provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by a court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes."

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- (c) A new Article VIII is added, to read as follows:
 - "(a) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by \$4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.
 - (b) The corporation shall not engage in any act of self-dealing as defined in \$4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.
 - (c) The corporation shall not retain any excess business holdings as defined in \$4943(c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.
 - (d) The corporation shall not make any investments in such manner as to subject it to tax under \$4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.
 - (e) The corporation shall not make any taxable expenditures as defined in \$4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws."

The amendments were adopted at a meeting of the members on May 1, 1984, at which a quorum was present, and the amendments received at least two-thirds of the votes which members present or represented by proxy at such meeting were entitled to cast.

We, the undersigned, 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.

HILLSIDE NEIGHBORHOOD ASSOCIATION

By W. Much Weel IP and

Its Secretary

Its President

Dated: May 1, 1984.

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STATE OF OREGON CORPORATION DIVISION 158 12TH ST. NE SALEN, OR 97310

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OFFICE DE TRANSPORTE

MAR 06 1989

CORPORALION DIVISION

CAROLE PARKER
1819 NW EVERETT ROOM 205
PORTLAND OR 97209

1988

FEBRUARY 9, 1989

ACTION: REINSTATEMENT

ENTITY TYPE: DOMESTIC NON-PROFIT

(831.115)

REGISTRY 0: 139890-17

RE: HILLSIDE NEIGHBORHOOD ASSOCIATION

Please complete and return this letter and any enclosed documents so that we can file the requested reinstatement.

Please submit 430.00 to cover the fees for the requested reinstatement.

The above entity hereby requests to be active on the records of the Corporation Division. The effective date of administrative dissolution is 12-2-88. Please check one of the following:

The reason(s) for administrative dissolution has

The reason(s) for administrative dissolution has been eliminated.

The reason(s) for administrative dissolution did

not exist

1-1/ larsen

Date: 2-16-89

(Kuthorized Signature)

PLEASE RETURN THIS LETTER AND ALL DOCUMENTS WITH YOUR RESPONSE AS SOON AS POSSIBLE. IF WE DO NOT HEAR FROM YOU IN 45 DAYS, YOUR ACTION WILL NOT BE COMPLETED.

Document Review/Data Entry Corporation Division

(503) 378-4901, 378-4743

ENC: Duplicate Annual Report

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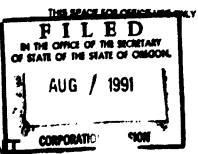
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Submit the original and one true copy \$10.00



SECRETARY OF STATE Corporation Division Business Registry 158 12th Street NE Salem, OR 97310-0210 (503) 378-4166



Registry Number: <u>139 890 - 17</u>

ARTICLES OF AMENDMEN Nonprofit Corporation

Hillside	Neighborhood Assoc	iation		
On a separate si to read.	neet, please state the	article number(s) ar	nd set forth the article	(s) as it is amende
	(s) was adopted on _ the date of adoption		(If more than one	e amendment was
Check the appro	priate statement:			
Membersi vote of the	nip approval was not b board of directors o	t required. The amer	ndment(s) was appro	ved by a sufficient
Membersi	nip approval was req	uired. The members	ship vote was as follo	ws:
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
one	20	20	20	0
one		1	1	
	es Parker	Gail Pa		
	es Parker—		rker Presi I name	den t Title
ecution Garage	S Parker—ture			

make checks payable to the Corporation Division. Submit the completed form and fee to: Corporation Division, Business Registry, 158 12th Street NE, Salem, Oregon 97310-0210.

NP-2 (4/90)

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ARTICLES OF INCORPORATION HILLSIDE NEIGHBORHOOD ASSOCIATION ARTICLES OF AMENDMENT

December, 1990

Article I

This corporation is organized as a public benefit corporation

Amend

Article III

Update registered address to Neighbors West/Northwest 1819 N.W. Everett #204 Portland, OR 97209 223-3331

Amend.

Article IV

Qualified Directors: Members of the Board of Directors shall be considered "qualified directors" in that they shall not receive compensation for personal services except for actual expenses incurred while performing a director's duties as established by the Board of Directors. Amend.

Director Liability: The personal liability of a director or uncompensated officer of this corporation to the corporation or its members for monetary damages for conduct as a director or officer is hereby eliminated to the fullest extent allowed by law, Amend.

The amendments were adopted at a meeting of the membership on Line 4 1991 at which a quorum was present, and the amendments received at least two-thirds of the votes which members present or represented by proxy at such meetings were entitled to cast.

STATE OF OREGON CORPORATION DIVISION 255 Capitol St ME Salem, Oregon 97310-1327 FILEC JAN 8 2 2001

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DECEMBER 19, 2000

FAX TO 503 223 5308 ATTN MARK SALEM OR 97301

ACTION: REINSTATEMENT ENTITY TYPE: DOMESTIC NON-PROPIT

(831.115)

139890-17

RE: HILLSIDE NEIGHBORHOOD ASSOCIATION

Please complete and return this letter and any enclosed documents so that we can tile the requested reinstatement.

Please submit \$30.00 to cover the tees for the requested reinstatement.

The above entity hereby requests to be active on the records of the Corporation Division. The effective date of administrative dissolution is 1A-30-00.

The reason(s) for administrative dissolution has peen

eliminated or ota not exist. Date:

By: (Muthorized Signature)

PLEASE RETURN THIS LETTER AND ALL DOCUMENTS WITH YOUR RESPONSE AS SOON AS POSSIBLE. IF WE DO NOT HEAP FROM YOU IN 45 DAYS, YOUR ACTION WILL NOT BE COMPLETED.

Document Review/Data Entry Corporation Division

(503) 986-2200

ENC: Duplicate Annual Report

RCW OU NONOTH-814200-06-87 12270006317 305