

Department of Commerce Corporation Division

Certificate of Amendment

OF

LEAGUE OF WOMEN VOTERS OF PORTLAND EDUCATION FUND, INC.

The undersigned, as Corporation Commissioner of the State of Oregon, hereby certifies that one original and one true copy of Articles of Amendment to the 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 Amendment to the Articles of Incorporation, and attaches hereto a true copy of the Articles of Amendment.

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*
13TH day of MARCH, 19 84



Jane Edwards

Corporation Commissioner

By

814-200 N.P. 1
11-81

FILE NO.

NP169461

Submit one original
and one true copy
Filing Fee: \$10.00

831.106

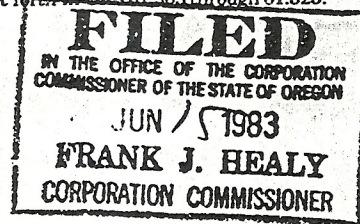
One or more natural persons of the age of 18 years or more, a domestic or foreign corporation, a partnership or an association may incorporate a nonprofit corporation by signing and verifying Articles of Incorporation and delivering one original and one true copy of the articles to the Corporation Commissioner. The procedure for the formation of nonprofit corporations is set forth in ORS 61.305 through 61.325. See ORS 61.311 for the content of Articles of Incorporation.

Nonprofit

Articles of Incorporation

OF

LEAGUE OF WOMEN VOTERS OF PORTLAND EDUCATION FUND, INC.



The undersigned natural person(s) of the age of eighteen years or more, a domestic or foreign corporation, a partnership or an association acting as incorporators under the Oregon Nonprofit Corporation Law, adopt the following Articles of Incorporation:

ARTICLE I The name of this corporation is League of Women Voters of Portland
Education Fund, Inc.

(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.)

and its duration shall be perpetual

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

This Corporation is organized exclusively for literary, or educational purposes
within the meaning of Section 501(c)(3) of the Internal Revenue Code

(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 610 Dekum Building
519 S.W. Third, Portland, Oregon 97204
(Street and Number) (City and State) (Zip)

and the name of its initial registered agent at such address is Ann Porter

ARTICLE IV The number of directors constituting the initial board of directors of the corporation is 12,
(At least three)
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	(Zip)
	(Street and Number) (City and State)	
Ann Porter	0926 S.W. Palatine Hill Road, Portland	97219
Carol Cushman	4207 N. Colonial, Portland	97217
Kathi St. Louis	3333 S.E. Main, Portland	97214
Larie Thomas	2404 N.E. 36th, Portland	97212
Joan Strassmaier	736 N.E. Laurelhurst, Portland	97232

ARTICLE V The name and address of each incorporator is:

Name	Address	
	(Street and Number)	(City and State) (Zip)
Kris Hudson	5038 S.W. Idaho	Portland, Oregon 97221
Mary Nolan	2221 S.W. First #522	Portland, Oregon 97201
Larie Thomas	2404 N.E. 36th	Portland, Oregon 97212
Carol Cushman	4207 N. Colonial	Portland, Oregon 97217

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

In the event of the dissolution or final liquidation of this organization for any cause, all assets shall be distributed to the League of Women Voters of Oregon Education Fund, Inc. or to any public, educational or charitable organization which is organized under the provisions of Section 501 (c)(3) of the Internal Revenue Code, as may be designated by the Board of Trustees of the League of Women Voters of Portland Education Fund, Inc.

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.

Larie Thomas Mary T. Wolf
Carol E. Cushman
Kristine Hudson

Dated May 12, 1983

File with Corporation Commissioner, Commerce Bldg., 158 12th St., N.E., Salem, Oregon 97310.

LEAGUE of WOMEN VOTERS of PORTLAND

610 DEKUM BUILDING 519 S.W. 3rd

TELEPHONE 228-1675
PORTLAND, OREGON 97204



June 9, 1983

Department of Commerce,
Corporation Division
Commerce Building
Salem, Oregon 97310

As per your request we herewith list balance of our elected Board of Directors:

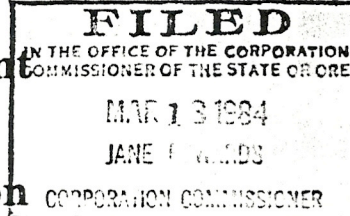
Judy Davis	7416 S.E. 32nd	Portland, Oregon	97202
Mary Nolan	2221 S.W. First Avenue #522,	Portland, Oregon	97201
Eleanor Bernard	2739 N.E. Brazee Ct.	Portland, Oregon	97212
Rosalind Mirsky	3342 S.W. Hamilton Ct.	Portland, Oregon	97201
Delyn Kies	4903 N.E. 32nd P1	Portland, Oregon	97211
Lyn Gerber	2314 N.E. 36th	Portland, Oregon	97212
Judy Phelan	2536 S.W. Patton Ct.	Portland, Oregon	97201

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STATE OF OREGON
DEPARTMENT OF COMMERCE
CORPORATION DIVISION

Submit one original
and one true copy
Filing Fee (831.115) \$15.00
Payment made by:
Name _____
Address _____

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 LEAGUE OF WOMEN VOTERS OF PORTLAND EDUCATION
FUND, INC.

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 II - (add) notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code.

ARTICLE VI - (add) However, if the named recipient is not then in existence or is no longer exempt from Federal Income tax, or is unwilling or unable to accept the distribution, then the assets shall be distributed to an organization which has established its tax exempt status under section 501 (c)(3) of the Internal Revenue Code.

3. (Check below the statement which is appropriate:)

- ☐ The amendment was adopted at a meeting of the Board of Directors on March 10, 1984, 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 _____, 19____, 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.

LEAGUE OF WOMEN VOTERS OF PORTLAND EDUCATION FUND, INC.

Present (not new) Corporate Name

By Ann J. Porter and Carol E. Cushman
President Vice President
(Title of Officer) (Title of Officer)

Dated _____, 19____.

TO: Corporation Division
Department of Commerce

CONSENT TO USE OF NAME

We, the undersigned, hereby certify:

That, in our opinion, the name League of Women Voters
of Portland Education Fund, Inc.

is not so similar to the name of this business as to tend to
confuse or deceive the public; and

That League of Women Voters of Portland
(Name of Your Firm)

hereby consents to the filing of _____

League of Women Voters of Portland Education Fund, Inc.
(Proposed Name of the New Firm)

in the State of Oregon.

IN WITNESS WHEREOF, we have set our hands this 11 day
of May, 19 83.

State of Oregon
County of Multnomah;
Signed before me 5-11-83
Kris Hudson, President
Sandra Wood, Secretary

Carise Lulucci

Notary for the State of Oregon
my commission expires 9-26-85

League of Women Voters of Portland
(Name of Firm)

By

Kris Hudson, President

Sandra Wood, Secretary

1. Where the consenting party is a corporation, this form must be signed by the President and Secretary thereof.
2. Where the consenting party is an assumed business name, this form must be signed by all current parties of interest.

C/ABN-200

11-67

SUBMIT THE ORIGINAL
ONE TRUE COPY
115) \$10.00

SECRETARY OF STATE
CORPORATION DIVISION
158 12th Street NE
Salem, OR 97310-0210

THIS SPACE FOR OFFICE USE ONLY

169461-13
Registry Number:

ARTICLES OF AMENDMENT
Nonprofit Corporation

FILED
IN THE OFFICE OF THE SECRETARY
OF STATE OF THE STATE OF OREGON.

JUN 20 1990

CORPORATION DIVISION

169461-13
(If known)

PLEASE TYPE OR PRINT LEGIBLY IN BLACK INK

1. Name of the corporation prior to amendment:

League of Women Voters of Portland Education Fund, Inc.

2. On a separate sheet, please state the article number(s) and set forth the article(s) as it is amended to read.

3. The amendment(s) was adopted on February 22, 1990 (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

Execution:

Signature

Cheri Unger

Printed Name

President-Chair

Title

Person to contact about this filing: Vicki A. Ballou
Name

(503) 221-1440
Daytime phone number

Make checks payable to the Corporation Division. Submit the completed form and fee to:
Corporation Division, 158 12th Street NE, Salem, Oregon 97310-0210. If you have any questions,
please call (503) 378-4166.

820
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LEAGUE OF WOMEN VOTERS OF PORTLAND EDUCATION FUND, INC.

Amendment to Articles

1. The following articles shall be added:

Article VII. This Corporation is a public benefit corporation as that term is defined in the Oregon Nonprofit Corporation Act, as it exists on this date or as it may be amended (the Act). This Corporation shall not have "members" as that term is defined in the Act.

Article VIII. To the fullest extent permitted by the Act, no trustee, director or officer of the Corporation shall be liable to the Corporation for monetary damages for conduct as a trustee, director or officer. Any amendment to or repeal of this provision or to the Act shall not adversely affect any right or protection of a trustee, director or officer of the Corporation for or with respect to any acts or omissions of such trustee, director or officer occurring prior to such amendment or repeal. No change in the Act shall reduce or eliminate the rights and protection set forth in this section unless the change in the law specifically requires such reduction or elimination.

Article IX. The Corporation may indemnify, to the fullest extent permitted by law, any person who is made or threatened to be made a party to, witness in, or otherwise involved in, any action, suit or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the Corporation) by reason of the fact that the person is or was a trustee, director, officer, employee, or agent of the Corporation or any of its subsidiaries, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to any employee benefit plan of the Corporation or any of its subsidiaries, or served at the request of the Corporation as a trustee, director, officer, employee or agent or as a fiduciary of any employee benefit plan of

another corporation, partnership, joint venture, trust or other enterprise. Any indemnification provided pursuant to this Article IX shall not be exclusive of any rights to which the person indemnified may otherwise be entitled under any provision of these amended Articles of Incorporation, the Declaration of Trust, agreement, statute, policy of insurance or otherwise.

Internal Revenue Service
District Director

Department of the Treasury

P. O. Box 2508
Cincinnati, OH 45201

Date: DEC 31 1997

LEAGUE OF WOMEN VOTERS OF PORTLAND
EDUCATION FUND INC
921 SW MORRISON STE 410
PORTLAND, OREGON 97205

Person to Contact:

D. Downing

Telephone Number:

513-241-5199

Fax Number

513-684-5936

Federal Identification Number:

93-0852758

Dear Sir or Madam:

This letter is in response to your request for a copy of your organization's determination letter. This letter will take the place of the copy you requested.

Our records indicate that a determination letter issued on May 7, 1984, granted your organization exemption from federal income tax under section 501(c)(3) of the Internal Revenue Code. That letter is still in effect.

Based on information subsequently submitted, we classified your organization as one that is not a private foundation within the meaning of section 509(a) of the Code because it is an organization described in sections 509(a)(1) and 170(b)(1)(A)(vi).

This classification was based on the assumption that your organization's operations would continue as stated in the application. If your organization's sources of support, or its character, method of operations, or purposes have changed, please let us know so we can consider the effect of the change on the exempt status and foundation status of your organization.

Your organization is required to file Form 990, Return of Organization Exempt from Income Tax, only if its gross receipts each year are normally more than \$25,000. If a return is required, it must be filed by the 15th day of the fifth month after the end of the organization's annual accounting period. The law imposes a penalty of \$20 a day, up to a maximum of \$10,000, when a return is filed late, unless there is reasonable cause for the delay.

All exempt organizations (unless specifically excluded) are liable for taxes under the Federal Insurance Contributions Act (social security taxes) on remuneration of \$100 or more paid to each employee during a calendar year. Your organization is not liable for the tax imposed under the Federal Unemployment Tax Act (FUTA).

Organizations that are not private foundations are not subject to the excise taxes under Chapter 42 of the Code. However, these organizations are not automatically exempt from other federal excise taxes.

LEAGUE OF WOMEN VOTERS OF PORTLAND EDUCATION FUND INC
93-0852758

Donors may deduct contributions to your organization as provided in section 170 of the Code. Bequests, legacies, devises, transfers, or gifts to your organization or for its use are deductible for federal estate and gift tax purposes if they meet the applicable provisions of sections 2055, 2106, and 2522 of the Code.

Your organization is not required to file federal income tax returns unless it is subject to the tax on unrelated business income under section 511 of the Code. If your organization is subject to this tax, it must file an income tax return on the Form 990-T, Exempt Organization Business Income Tax Return. In this letter, we are not determining whether any of your organization's present or proposed activities are unrelated trade or business as defined in section 513 of the Code.

Because this letter could help resolve any questions about your organization's exempt status and foundation status, you should keep it with the organization's permanent records.

Please direct any questions to the person identified in the letterhead above.

This letter affirms your organization's exempt status.

Sincerely,

C. Ashley Bullard
District Director