



ARTICLES OF INCORPORATION

OF

OREGON ESTATE PLANNING COUNCIL, EUGENE CHAPTER

I, the undersigned natural person of the age of 21 years or more, acting as incorporator of the corporation under the Oregon Nonprofit Corporation Law, adopt the following Articles of Incorporation for the corporation:

ARTICLE I

NAME AND DURATION. The name of the corporation is Oregon Estate Planning Council, Eugene Chapter, and its duration shall be perpetual.

ARTICLE II

CORPORATE PURPOSES. The purposes for which the corporation is organized are:

- A. To unite in common organization those persons who are professionally engaged in, and are qualified by experience, background and interests in, estate planning.
- B. To increase and enhance the knowledge of the members in estate planning.
- C. To enhance and promote the concept of estate planning and more advantageous methods of estate planning.
- D. To provide a forum for persons having skills in estate planning to impart those skills to others.
- E. To provide a structure for cooperation with national and local similar organizations.

ARTICLE III

REGULATION OF INTERNAL AFFAIRS. Provisions for the regulation of the internal affairs of the corporation are:

- A. LIMITATIONS ON POWERS. The corporation shall have the power, either directly or indirectly, either alone or in conjunction

or cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, fostering, or attainment of any or all of the purposes for which the corporation is organized, and to aid or assist other organizations whose activities are such as to further, accomplish, foster, or attain any of those purposes. However, the corporation shall exercise only such powers as are in furtherance of the exempt purposes of organization set forth in Section 501(c) of the Internal Revenue Code and the regulations thereunder as the same now exists or as they may be hereafter amended from time to time.

B. PROFIT-MAKING ACTIVITIES. The corporation shall not take steps which will serve to facilitate the transaction of specific business by its members or promote the private interest of any member, or engage in any activities which would constitute a regular business of a kind ordinarily carried on for profit and no part of any profit shall inure to the benefit of any member or individual.

C. DISTRIBUTION OF ASSETS UPON DISSOLUTION. Upon dissolution of this corporation, all assets remaining after payment of corporate debts shall be distributed to a corporation exclusively for purposes within those set forth in the preceding Article II and within the intendment of Section 501(c) of the Internal Revenue Code of 1954 and the regulations thereunder as the same now exists or as they may be hereafter amended from time to time.

D. LIMITATION ON VOTING RIGHTS. No retired or honorary member shall have any voting rights.

ARTICLE IV

REGISTERED OFFICE AND AGENT. The address of the initial registered office of the corporation is 222 Forum Building, 777 High Street, Eugene, Oregon, and the name of its initial registered agent at that address is David N. Andrews, whose business office is identical with the address of the registered office of the corporation.

ARTICLE V

INITIAL BOARD OF DIRECTORS. The number of directors constituting the initial board of directors of the corporation is four. The names and addresses of the persons who presently are

to serve as directors are:

Don E. Norris	1670 Oak Street Eugene, Oregon 97401
Rex O. Kessinger	149 12th Avenue, W. Eugene, Oregon 97401
Robert L. Belding	C/o First National Bank of Oregon 99 E. Broadway Eugene, Oregon 97401
John C. Gregor	Forum Building, 777 High Street Eugene, Oregon 97401
David N. Andrews	222 Forum Building, 777 High Street Eugene, Oregon 97401

At the first annual meeting of members, there shall be elected:

A. One-half of the number of persons constituting the board of directors for a term to expire at the earliest following annual meeting of members.

B. One-half of the number of persons constituting the board of directors for a term to expire at the second earliest following annual meeting of members.

Thereafter at each annual meeting of members there shall be elected for the following term of two years the number of directors corresponding to the number of directors whose term expires at that annual meeting.

ARTICLE VI

INCORPORATOR. The name and address of the incorporator is: David N. Andrews, 222 Forum Building, 777 High Street, Eugene, Oregon, 97401.

ARTICLE VII

CAPTIONS. The captions of particular articles and paragraphs are inserted only for convenience, and are not a part of these Articles of Incorporation or a limitation of the scope of the particular article or paragraph to which each refers.

Dated this 15th day of June, 1971.

David N. Andrews
David N. Andrews

STATE OF OREGON)
) ss.
COUNTY OF LANE)

I, Frank N. Kreschel, a Notary Public, hereby certify that on the 15th day of June, 1971, personally appeared David N. Andrews, who being by me duly sworn, declared that he is the person who signed the foregoing document as incorporator, and that the statements therein contained are true.

Frank N. Kreschel
Notary Public for Oregon
My Commission Expires: 5-24-75

093408-11

STATE OF OREGON
CORPORATION DIVISION
255 Capitol St NE
Salem, Oregon 97310-1327

FILED

JUN 16 1998

OREGON
SECRETARY OF STATE

JULIE GRIFFIN
PO BOX 1475
EUGENE OR 97440

ACTION: REINSTATEMENT
ENTITY TYPE: DOMESTIC NON-PROFIT (831.115)
REGISTRY #: 093408-11
RE: OREGON ESTATE PLANNING COUNCIL, EUGENE CHAPTER

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

Please submit \$70.00 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 8/12/94 .

The reason(s) for administrative dissolution has been eliminated or did not exist.

By: David R. Hawkins Date: 6/5/98
(Authorized Signature)
David R. Hawkins, President

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) 986-2200

ENC: Duplicate Annual Report

TDH
NONOTH-814200-06-87

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7000
6-16-98
RB

Articles of Amendment--Business/Professional/Nonprofit

FEE: \$10

Check the appropriate box below:

- BUSINESS/PROFESSIONAL CORPORATION
(Complete only 1, 2, 3, 4, 6, 7)
- NONPROFIT CORPORATION
(Complete only 1, 2, 3, 5, 6, 7)

FILED

JUL 31 1998

OREGON SECRETARY OF STATE

Registry Number: 093408-11

1) NAME OF CORPORATION PRIOR TO AMENDMENT: OREGON ESTATE PLANNING COUNCIL, EUGENE CHAPTER

2) STATE THE ARTICLE NUMBER(S) AND SET FORTH THE ARTICLE(S) AS IT IS AMENDED TO READ. (Attach a separate sheet if necessary.)

Article 1. The name of the corporation is Eugene Estate Planning Council.

3) THE AMENDMENT WAS ADOPTED ON: June 16, 1998
(If more than one amendment was adopted, identify the date of adoption of each amendment.)

BUSINESS/PROFESSIONAL CORPORATION ONLY

4) CHECK THE APPROPRIATE STATEMENT

Shareholder action was required to adopt the amendment(s). The vote was as follows:

Class or series of shares	Number of shares outstanding	Number of votes entitled to be cast	Number of votes cast FOR	Number of votes cast AGAINST

Shareholder action was not required to adopt the amendment(s). The amendment(s) was adopted by the board of directors without shareholder action.

The corporation has not issued any shares of stock. Shareholder action was not required to adopt the amendment(s). The amendment(s) was adopted by the incorporators or by the board of directors.

NONPROFIT CORPORATION ONLY

5) 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
one	70	30	30	0

6) EXECUTION

Printed Name
David R. Hawkins

Signature

Title
President

7) CONTACT NAME

William D. Brewer

DAYTIME PHONE NUMBER

(541) 686-8511

07299806003

QB

10.00
7.31