

CERTIFICATE

# State of Oregon

OFFICE OF THE SECRETARY OF STATE  
Corporation Division

I, KATE BROWN, Secretary of State of Oregon, and Custodian of the Seal of said State, do hereby certify:

*That the attached Document File for:*

**OREGON SHEEPDOG SOCIETY**

*is a true copy of the original documents  
that have been filed with this office.*



*In Testimony Whereof, I have hereunto set  
my hand and affixed hereto the Seal of the  
State of Oregon.*

A handwritten signature in black ink, appearing to read "Kate Brown".

KATE BROWN, Secretary of State

October 11, 2012

STATE OF OREGON  
DEPARTMENT OF COMMERCE  
CORPORATION DIVISION

Submit one original  
and one true copy  
Filing Fee (831.106) \$11.00  
Payment made by:

FILED  
IN THE OFFICE OF THE CORPORATION  
COMMISSIONER OF THE STATE OF ORE.  
APR 06 1984  
JANE EDWARDS  
CORPORATION COMMISSIONER

Nonprofit

Articles of Incorporation

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 Oregon Sheepdog Society

(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 unless limited \_\_\_\_\_

ARTICLE II The purpose or purposes for which the corporation is organized are: *The object, business and pursuit of this Association is and shall be to MANAGE, control, supervise and conduct Sheepdog Trials and clinics for the benefit of other dog handlers. TO MAKE Rules And Regulations REGARDING the conduct of such events, to offer prizes, Trophies And Awards to competitors and their dogs At said TRIALS. That the corporation may engage in any LAWFUL activity, none of which is for profit, for which corporations may be organized under ORS Chap. 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 Oregon Sheepdog Society  
40 Virginia Brown

38847 Gilkey Rd. Scio Oregon 97374  
(Street and Number) (City and State) (Zip)

and the name of its initial registered agent at such address is Virginia Brown

ARTICLE IV The number of directors constituting the initial board of directors of the corporation is 3  
(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)	
<u>Virgil Brown</u>	<u>38847 Gilkey Rd. Scio Oregon</u>	<u>97374</u>
<u>Omar Falk</u>	<u>P.O. Box 25 Ogleth. Halsey Oregon</u>	<u>97348</u>
<u>Millard Shelton</u>	<u>Box 146 Monroe Oregon</u>	<u>97456</u>

**ARTICLE V The name and address of each incorporator is:**

Name	(Street and Number)	(City and State)	(Zip)
Nick Stagg	1993 Ohms Rd.	Monmouth Ore.	97361
VIRGINIA BROWN	38847 Gilkey Rd.	Sewi Ore.	97374
VIRGIL BROWN	38847 Gilkey Rd.	Sewi Ore.	97374
OMAR FALK	P.O. Box 25	Ogle Rd. Halsey Ore.	97348
Millard Shelton	Box 146	Monroe Ore.	97456

**ARTICLE VI** The provisions for the distribution of assets on dissolution or final liquidation are:  
 Upon dissolution of the Oregon Sheepdog Society After all obligations are satisfied, REMAINING ASSETS, shall go to the MARION County, LINN County, & Benton County Humane Societies.

**ARTICLE VII** (Optional provisions for the regulation of the internal affairs of the corporation as may be appropriate. If none, leave blank.) **Indemnification** -

The club shall indemnify any and all persons who may serve, or who have served at any time as Directors or officers and their respective heirs, administrators, successors and assigns, against any and all expenses, including amounts paid upon judgment, council fees, and amounts paid in settlement (before or after suit) in connection with the defense and settlement of any claim, action, suit, or proceedings in which they or any of them, are made a party, or parties to or which Directors or officers, or a Director or officer of the club, except in relation to matters as to which any such Director or officer or former Director or officer or person shall be adjudged in any action, suit or proceeding to be liable for his/her own negligence or misconduct in the performance of duty. Such indemnification shall be in addition to any other rights to which these indemnified may be entitled under law, by law agreement or otherwise.

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.

Nick Stagg  
Virginia Brown  
Virgil Brown

Omar Falk  
Millard P. Shelton

CORPORATION COMMISSIONER  
 JIMMIE EDWARDS  
 JUNE 10 1984  
 IN THE OFFICE OF THE CORPORATION COMMISSIONER  
**FILED**

Dated 4-6, 1984.

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

VOID IF ALTERED OR ERASED

VOID IF ALTERED OR ERASED

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

TO THE OFFICE OF THE SECRETARY  
OF STATE OF THE STATE OF OREGON

MAR 13 1989

CORPORATION

FEBRUARY 1, 1989

OREGON SHEEPDOG SOCIETY  
C/O BURNETTO BRUNETTO  
24990 S NEW HIRCHER RD  
OREGON CITY OR 97045

ACTION: REINSTATEMENT  
ENTITY TYPE: DOMESTIC NON-PROFIT  
REGISTRY #: 175688-17  
RE: OREGON SHEEPDOG SOCIETY

(831.115)

The above entity hereby requests to be active on the records of the Corporation Division. The effective date of administrative dissolution is 5/14/87. Please check one of the following:

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

The reason(s) for administrative dissolution did not exist.

By: *John Brunetto*  
(Authorized Signature)

Date: 3-7-89

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

SMK  
NONOTH-814200-06-87

01268900102

35-00

BP 3/13A

VOID IF ALTERED OR ERASED

VOID IF ALTERED OR ERASED

175688-17

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

FILED

JUL 24 1992  
SECRETARY OF STATE

KAREN ROBINSON  
39358 HWY 226  
SCIO OR 97374

JULY 8, 1992

ACTION: REINSTATEMENT  
ENTITY TYPE: DOMESTIC NON-PROFIT (831.115)  
REGISTRY #: 175688-17  
RE: OREGON SHEEPDOG SOCIETY

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

Please submit \$30.00 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 05/29/92.

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

By: *Karen Robinson* Date: July 10, 1992  
(Authorized 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

CMT  
NONOTH-814200-06-87

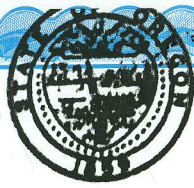
07219202205 831.219

30.00

*Handwritten initials*

VOID IF ALTERED OR ERASED

VOID IF ALTERED OR ERASED



Corporation Division - Business Registry  
Public Service Building  
255 Capitol Street NE, Suite 151  
Salem, OR 97310-1327  
(503) 986-2200 Facsimile (503) 378-4381

**FILED**  
**MAR 28 1996**  
**SECRETARY OF STATE**

Registry Number:

*175688-17*

*for Janet Applebee 3-28*

# ARTICLES OF AMENDMENT

## Nonprofit Corporation

PLEASE TYPE OR PRINT LEGIBLY IN BLACK INK

1. Name of the corporation prior to amendment:

OREGON SHEEP DOG SOCIETY

2. On a separate sheet, please state the article number(s) and set forth the article(s) as it is amended to read. *The Corporation shall be a mutual benefit corporation.*

3. The amendment(s) was adopted on February 3, 1996. (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:

*Janet Applebee*  
Signature

JANET APPLEBEE  
Printed name

SECRETARY  
Title

Person to contact about this filing: JANET APPLEBEE

541-466-5995

Name

Daytime phone number

MAKE CHECKS PAYABLE TO THE CORPORATION DIVISION OR INCLUDE YOUR VISA OR MASTERCARD NUMBER AND EXPIRATION DATE. SUBMIT THE COMPLETED FORM AND FEE TO THE ABOVE ADDRESS OR FAX TO (503) 378-4381.

122 (7/93)

*03149607808*

*9.10.00*

VOID IF ALTERED OR ERASED

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