

JUL 2 - 1971

A. LUDLOW KRAMER
SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

WENATCHEE VALLEY COLLEGE FOUNDATION

We, the undersigned, natural persons of the age of twenty-one years or more, and citizens of the United States of America, acting as incorporators of a corporation under and pursuant to the provisions of the Washington Non-Profit Corporation Act (Revised Code of Washington 24.03), adopt the following articles of incorporation for such corporation:

ARTICLE I.

The name of the corporation shall be "WENATCHEE VALLEY COLLEGE FOUNDATION".

ARTICLE II.

The period of duration of the corporation shall be perpetual.

ARTICLE III.
PURPOSES

Section 1. The corporation is organized exclusively for the purposes of encouraging, promoting and supporting educational programs and scholarly pursuits at or in connection with the Wenatchee Valley College. The phrase "educational programs" shall be construed to mean and include any and all activities which are designed to improve the cultural, educational, living and operational conditions at the College, to enlarge or improve its curriculum, its faculty and staff, its property and physical facilities, and to provide financial or other assistance to students in their efforts to acquire an education.

Section 2. This corporation is not organized for profit; there shall be no capital stock and no part of the income of the corporation shall enure to or be distributed in whole or in part to its members, directors, officers or any individual.

Section 3. No part of the activities of this 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office.

Section 4. Notwithstanding any other provision of these Articles, this corporation shall not conduct or carry on any activity not permitted to be conducted or carried on by an organization exempt under Section 501 (a) (3) of the Internal Revenue Code as the same now exists, or as it may be hereafter amended, or by an organization, contributions to which are not deductible under Section 170 (c) (2) of such Code as it now exists or as it may be hereafter amended.

ARTICLE IV.

In the event of dissolution or final liquidation of this corporation, its entire assets shall be distributed to Wenatchee Valley College, Wenatchee, Washington.

ARTICLE V.

This corporation shall have and possess all the powers now contained in Revised Code of Washington 24.03, or as hereafter set forth in any amendment thereto, except as any of such powers are expressly limited by the provisions of Article IV hereof.

ARTICLE VI.

The number of directors constituting the initial Board of Directors of the corporation shall be ten (10) directors, three (3) of whom shall be ex officio members of the Board of Directors. Such ex officio members shall be the persons holding from time to time respectively the office of President of the Wenatchee Valley College, the office of Controller of the Wenatchee Valley College, and the office of Director of Development of the Wenatchee Valley College. Said ex officio members of the Board of Directors shall be entitled to attend all meetings of the Board of Directors, but shall have no vote.

The names and addresses of the persons who are to serve as the initial Directors of the corporation are as follows:

<u>Name</u>	<u>Address</u>
Lewis M. Cooley	Twisp, Washington 98856
Harvey F. Davis	301 Chatham Hill Road Wenatchee, Washington 98801
Donald M. Kirby	1219 First Street Wenatchee, Washington 98801
Dorothy Lund	Tonasket, Washington 98855
Arthur H. Pohlman	136 South Miller Street Wenatchee, Washington 98801
Ron Stallings	Sunnyslope Wenatchee, Washington 98801
Earl F. Tilly	1509 Jefferson Wenatchee, Washington 98801
William E. Steward	1317 South Hills Drive Wenatchee, Washington 98801

Tim Russell

1108 Wedewood Street
Wenatchee, Washington 98801

John P. Wisen

1911 N. Harbel
Wenatchee, Washington 98801

ARTICLE VII.

The names and addresses of the incorporators of the corporation are as follows:

<u>Name</u>	<u>Address</u>
<u>Lewis M. Cooley</u>	<u>Twisp, Washington 98856</u> <u>301 Chatham Hill Road</u>
<u>Harvey F. Davis</u>	<u>Wenatchee, Washington 98801</u> <u>1219 First Street</u>
<u>Donald M. Kirby</u>	<u>Wenatchee, Washington 98801</u>
<u>Dorothy Lund</u>	<u>Tonasket, Washington 98855</u> <u>136 South Miller Street</u>
<u>Arthur H. Pohlman</u>	<u>Wenatchee, Washington 98801</u> <u>Sunnyslope</u>
<u>Ron Stallings</u>	<u>Wenatchee, Washington 98801</u> <u>1509 Jefferson</u>
<u>Earl F. Tilly</u>	<u>Wenatchee, Washington 98801</u> <u>1317 South Hills Drive</u>
<u>William E. Steward</u>	<u>Wenatchee, Washington 98801</u> <u>1108 Wedgewood Street</u>
<u>Tim Russell</u>	<u>Wenatchee, Washington 98801</u> <u>1911 N. Harbel</u>
<u>John P. Wisen</u>	<u>Wenatchee, Washington 98801</u>

ARTICLE VIII.

This corporation shall have no members.

ARTICLE IX.

The qualifications and term of office of the Directors and the manner in which they shall be elected shall be prescribed and set forth in the By-Laws of the corporation.

ARTICLE X.

The address of the initial registered office of the corporation shall be 1300 Fifth Street, Wenatchee, Chelan County, Washington. The name of the initial registered agent of the corporation at such address shall be Dr. William E. Steward.

IN WITNESS WHEREOF, the undersigned have set their hands this 8th day of June, 1971, in triplicate.

Donald M. Kirby

Earl F. Tilly

Dorothy Lund
Harvey F. Davis
William E. Steward

John P. Kisen
Ron Stallings
Tim Russell

STATE OF WASHINGTON)
County of Chelan) ss.

ON THIS DAY personally appeared before me Lewis M. Cooley
Donald M. Kirby, Arthur H. Pohlman, Earl F. Tilly,
Dorothy Lund, Harvey F. Davis, William E. Steward,
John P. Kisen, Ron Stallings, and Tim Russell
to me known to be the individuals described in and who executed the
within and foregoing instrument, and acknowledged that they signed
the same as their free and voluntary act and deed, for the uses and
purposes therein mentioned.

GIVEN under my hand and official seal this 8th day of
June, 1971.

Marjorie Brogan
Notary Public in and for the State
of Washington, residing at Wenatchee.

STATE OF WASHINGTON)
) ss.
COUNTY OF CHELAN)

DONALD M. KIRBY, being first duly sworn on oath deposes
and says:

That he is President of Wenatchee Valley College Foundation;
that he has read the above and foregoing Articles of Amendment, knows
the contents thereof and believes the same to be true.

Donald M. Kirby
Donald M. Kirby

SUBSCRIBED AND SWORN to before me this 20 day of
December, 1973.

Marlene Merrill
Notary Public in and for the State of
Washington, residing at Wenatchee.