

19/#84 #20-



Phone: (503) 988-2200  
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Articles of Incorporation—Nonprofit

Secretary of State  
Corporation Division  
255 Capitol St. NE, Suite 151  
Salem, OR 97310-1327  
FilingInOregon.com

FILED

SEP 13 2002

OREGON  
SECRETARY OF STATE

REGISTRY NUMBER: 102980-99

In keeping with Oregon Statute 192.410-192.595, the information on the application is public record.  
We must release this information to all parties upon request and it may be posted on our website.

For office use only

Please Type or Print Legibly in Black Ink. Attach Additional Sheet if Necessary

1) NAME: Association of Unit Owners of Riverbend on the Willamette Condominium

2) REGISTERED AGENT

Pacific Northwest Group, inc.

8) DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities and obligations of the corporation, dispose of all of the assets of the corporation to an unincorporated association consisting of all of the unit owners formed for the purposes of administering and enforcing the Declaration and exercising the powers granted or conferred thereby, or in the absence of such an unincorporated association, to the unit owners.

3) ADDRESS OF REGISTERED AGENT

(Must be an Oregon Street Address, which is identical to the registered agent's business office. Must include city, state, zip; no PO boxes.)

133 Furnace Street

Lake Oswego, Oregon 97034

4) ADDRESS FOR MAILING NOTICES

P O Box 872615

Vancouver, WA 98687

5) OPTIONAL PROVISIONS (Attach a separate sheet.)

6) TYPE OF CORPORATION

Public Benefit  Mutual Benefit  Religious

7) WILL THE CORPORATION HAVE MEMBERS?  Yes  No

9) INCORPORATORS (List names and addresses of each Incorporator. Attach a separate sheet if necessary.)

Lawrence R. Derr

425 NW 10<sup>th</sup> Avenue, Ste 306

Portland, Oregon 97209

10) EXECUTION (All Incorporators must sign. Attach a separate sheet if necessary.)

Printed Name

Lawrence R. Derr

Signature

**FEES**

Required Processing Fee \$20

Processing Fees are nonrefundable.

Please make check payable to "Corporation Division."

NOTE:

Fees may be paid with VISA or MasterCard. The card number and expiration date should be submitted on a separate sheet for your protection.

11) CONTACT NAME

Lawrence R. Derr

DAYTIME PHONE NUMBER (Including area code)

(503) 228-1455

102980-99

Attachment to Articles of Incorporation of  
Association of Unit Owners of Riverbend on the Willamette Condominium

The following additional provisions are a part of the Articles of Incorporation -Nonprofit for the Association of Unit Owners of Riverbend on the Willamette Condominium:

1. Purpose. The purposes for which this corporation are organized are: to engage in any and all activities necessary or appropriate to administer and enforce the Oregon Condominium Act, the Declaration Submitting Riverbend on the Willamette Condominium to Condominium Ownership and the Bylaws adopted pursuant thereto as such relate to Riverbend on the Willamette Condominium in Lake Oswego, Oregon and to exercise all powers granted or conferred thereby, including any amendments thereto.

2. Indemnification.

a. The corporation shall indemnify each of its directors and officers to the fullest extent permissible under the Oregon Nonprofit Corporation Law, as the same exists or may hereafter be amended, against all expense, liability, and loss (including, without limitation, attorney fees) incurred or suffered by such person by reason of or arising from the fact that such person is or was a director or officer of the corporation, or is or was serving at the request of the corporation as a director, officer, partner, trustee, employee, or agent of another foreign or domestic business or nonprofit corporation, partnership, joint venture, trust, employee benefit plan, or other enterprise, and such indemnification shall continue as to a person who has ceased to be a director or officer and shall inure to the benefit of his or her heirs, executors, and administrators. The corporation may, by action of the board of directors, provide indemnification to employees and agents of the corporation who are not directors or officers with the same scope and effect as the indemnification provided in this paragraph a. to directors and officers. The indemnification provided in this paragraph a. shall not be exclusive of any other rights to which any person may be entitled under any statute, bylaws, agreement, resolution of members or directors, contract, or otherwise.

b. Each director or uncompensated officer of the corporation shall have no personal liability to the corporation or its members for monetary damages for conduct as a director or officer, provided this paragraph b. shall not eliminate or limit the liability of a director or officer for (i) any breach of the director's or officer's duty of loyalty to the corporation or its members; (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (iii) any unlawful distribution; (iv) any transaction from which the director or officer derived an improper personal benefit; or (v) any act or omission in violation of ORS 65.361 to 65.367, as the same exist or may hereafter be amended. No subsequent repeal or amendment to this paragraph b. shall adversely affect any right or protection of a director or officer of the corporation existing at the time of such repeal or amendment.