



REGISTRY NUMBER: _____

For office use only

In accordance with Oregon Revised Statute 192.410-192.490, the information on this application is public record. We must release this information to all parties upon request and it will be posted on our website.

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

1) **NAME:** _____

2) **REGISTERED AGENT:**
(Individual or entity that will accept legal service for this business)

7) **WILL THE CORPORATION HAVE MEMBERS?** YES NO
ORS 65.001(28)

3) **REGISTERED AGENT'S PUBLICLY AVAILABLE ADDRESS:** (Must be an Oregon Street Address, which is identical to the registered agent's business office. Must include city, state, zip; **No PO boxes.**)

(a) "Member" means any person or persons entitled, pursuant to a domestic or foreign corporation's articles or bylaws, without regard to what a person is called in the articles or bylaws, to vote on more than one occasion for the election of a director or directors.

(b) A person is not a member by virtue of any of the following rights the person has:
(A) As a delegate;
(B) To designate or appoint a director or directors;
(C) As a director; or
(D) As a holder of an evidence of indebtedness issued or to be issued by the corporation.

(c) Notwithstanding the provisions of paragraph (a) of this subsection, a person is not a member if the person's membership rights have been eliminated as provided in ORS 65.164 or 65.167.

4) **ADDRESS FOR MAILING NOTICES:**

8) **DISTRIBUTION OF ASSETS UPON DISSOLUTION:**

5) **OPTIONAL PROVISIONS:** (Attach a separate sheet.)

INDEMNIFICATION:

The corporation elects to indemnify its directors, officers, employees, agents for liability and related expenses under ORS 65.387 to 65.414.

6) **TYPE OF CORPORATION: (SELECT ONLY ONE)** Public Benefit Mutual Benefit Religious

9) **INCORPORATORS:** (List names and addresses of each incorporator. Attach a separate sheet if necessary.)
Name, Street Address, City, State, & Zip Code

10) **EXECUTION/SIGNATURE(S):** (All Incorporators must sign. Attach a separate sheet if necessary.)
By my signature, I declare as an authorized authority, that this filing has been examined by me and is, to the best of my knowledge and belief, true, correct, and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment or both.

Signature: _____ Printed Name: _____

CONTACT NAME: (To resolve questions with this filing.)

PHONE NUMBER: (Include area code.)

FEES	
Required Processing Fee	\$50
Processing Fees are nonrefundable. Please make check payable to "Corporation Division."	
Free copies are available at FilingInOregon.com , using the Business Name Search program.	

NONPROFIT CORPORATION TYPE – Article 6

PLEASE READ CAREFULLY

Nonprofit corporations are required to be classified in **one** of three categories. For most nonprofit corporations, the following tests apply:

1. **"Religious"** corporation means a corporation which is organized primarily or exclusively for religious purposes. These corporations may be tax-exempt under 501(c)(3).
2. **"Public benefit"** corporation means a corporation which:
 - (a) is tax exempt under section 501(c)(3) of the Internal Revenue Code **or** is organized for a public or charitable purpose;
 - (b) on dissolution must distribute its assets to an organization organized for public or charitable purpose, to a religious corporation, to the United States, to a state or to an organization which is tax exempt under section 501(c)(3) of the Internal Revenue Code; and
 - (c) does not come within the definition of religious corporation.
3. **"Mutual benefit"** corporation means a corporation which is organized to provide benefits for their members or a small group of people, and does not come within the definition of public benefit or religious corporation. These corporations are not tax-exempt under 501(c)(3), but may be tax-exempt under some other section of law.

DISTRIBUTION OF ASSETS ON DISSOLUTION – Article 8

If you plan to submit a separate filing to the IRS to qualify for 501(c)(3) status

Do you want to adopt the IRS recommended language for distribution of assets upon dissolution to qualify for 501(c)(3) status?(See the following page)

If **NO**, and you are organized as a public benefit nonprofit corporation, you must give your assets to another public benefit corporation when you dissolve. Name that charity in Article 8:

Upon the dissolution of the organization, assets shall be distributed to _____.

If **YES**, in Article 8 write, "See attached" and attach the PUBLIC BENEFIT 501(c)(3) INFORMATION language on the following page to the articles of incorporation form.

Article 8 - PUBLIC BENEFIT 501(c)(3) INFORMATION

The purpose or purposes for which the corporation is organized are as follows:

Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for the public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for the purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.