



**Department of Commerce  
Corporation Division**

**Certificate of Incorporation**

OF

**SOUTHEAST UPLIFT ADVISORY BOARD**

The undersigned, as Corporation Commissioner of the State of Oregon, hereby certifies that duplicate originals of Articles of Incorporation, duly signed and verified pursuant to the provisions of the Oregon Nonprofit Corporation Act, have been received in this office and are found to conform to law.

Accordingly, the undersigned, as such Corporation Commissioner, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation and attaches hereto a duplicate original of the Articles of Incorporation.

In Testimony Whereof, I have hereunto set my hand and affixed hereto the seal of the Corporation Division of the Department of Commerce of the State of Oregon this  
7<sup>th</sup> day of November, 1974.



**Frank J. Healy**

Corporation Commissioner

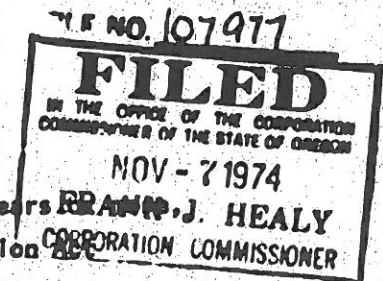
SOUTHEAST UPLIFT NEIGHBORHOOD P



10797710-18705218

ZIMGNEW

ARTICLES OF INCORPORATION OF THE  
SOUTHEAST UPLIFT ADVISORY BOARD



The undersigned natural persons, of the age of twenty-one years acting as Incorporators under the Oregon Nonprofit Corporation Act (Oregon Revised Statutes, Chapter 61), hereby adopt the following Articles of Incorporation for said corporation:

- ARTICLE I. The name of the corporation is SOUTHEAST UPLIFT ADVISORY BOARD and its duration shall be perpetual.
- ARTICLE II. The purpose or purposes for which the corporation is organized are: To better the Southeast Portland community by working toward the solution of its social and physical problems; to exercise any of the powers granted to a nonprofit corporation under the Oregon Nonprofit Corporation Act; and to engage in any lawful activity, none of which is for profit, for which corporations may be organized under O.R.S. Chapter 61.
- ARTICLE III. The address of the initial registered office of the corporation is 4316 S.E. Hawthorne Boulevard, Portland, Oregon 97215, and the name of its initial registered agent at such address is Kathy Zimmerly.
- ARTICLE IV. The number of Directors constituting the initial Board of Directors of the corporation is 21 and the names and addresses of the persons who are to serve as Directors until their successors may be seated and qualify are:

Dick Priestley  
103 SE 63rd  
Portland, Ore. 97215

Jo Brown  
4126 SE Oak  
Portland, Ore. 97214

Virginia Seidel  
2321 SE 26th  
Portland, Ore. 97214

John Olson  
8309 SE Yamhill  
Portland, Ore. 97216

Robert Johnson  
3229 SE 9th  
Portland, Ore. 97202

Larry Lubin  
2716 SE Main  
Portland, Ore. 97214

John Stryker  
7530 SE 35th  
Portland, Ore. 97202

Charles Liebert  
105 NE 31st  
Portland, Ore. 97232

John Hartog  
4545 SE Haig  
Portland, Ore. 97206

David Utzinger  
7231 SE Sherman  
Portland, Ore. 97215

Steve Rutherford  
Rte. 1 Box 790  
Beaverton, Ore. 97005

Dorothy Powell  
934 SE Umatilla  
Portland, Ore. 97202

Marie Brown  
3323 SE 71st  
Portland, Ore. 97206

Barbara Conger  
3019 SE 53rd  
Portland, Ore. 97206

Augusta Richter  
9703 SE Harold  
Portland, Ore. 97266

Helen Belec  
736 SE 45th  
Portland, Ore. 97215

Louis Ream  
5815 SE Rhone  
Portland, Ore. 97206

R. Tom Beasley  
2708 SE Rex  
Portland, Ore. 97202

Vern Kinnee  
6640 SE Buckingham Dr.  
Gladstone, Ore.

Art Stubbs  
2424 NE 17th  
Portland, Ore. 97212

Erma Lundahl  
525 SE 65th  
Portland, Ore. 97215

ARTICLE V.

The name and address of each incorporator is:

Dick Priestley  
103 SE 63rd  
Portland, Ore. 97215

Virginia Seidel  
2321 SE 26th  
Portland, Ore. 97214

Jo Brown  
4126 SE Oak  
Portland, Ore. 97214

ARTICLE VI.

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes for which this corporation is organized. Any such assets not so disposed of shall be disposed of by the presiding Judge of the Circuit Court of Multnomah County, Oregon exclusively for such purposes or to such organization or organizations, as said Judge shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VII.

MEMBERSHIP:

The membership shall have no voting rights.

ARTICLE VIII.

The regulation of the internal affairs of this corporation is placed entirely with the Board of Directors or their successors, as provided in the by-laws of this corporation.

ARTICLE IX.

This corporation is a nonprofit corporation and has no capital stock.

ARTICLE X.

These Articles of Incorporation may be amended by a two-thirds vote of the Directors present at any regular meeting provided that a quorum is present. The proposed change must be in writing and mailed to the members of the Board fourteen (14) days prior to the meeting at which it is presented. The by-laws of this corporation may be amended as specified in the by-laws.

We, the undersigned incorporators, declare under the penalties of perjury that we have examined the foregoing and to the best of our knowledge and belief, it is true, correct and complete.

*R. G. Pristley*

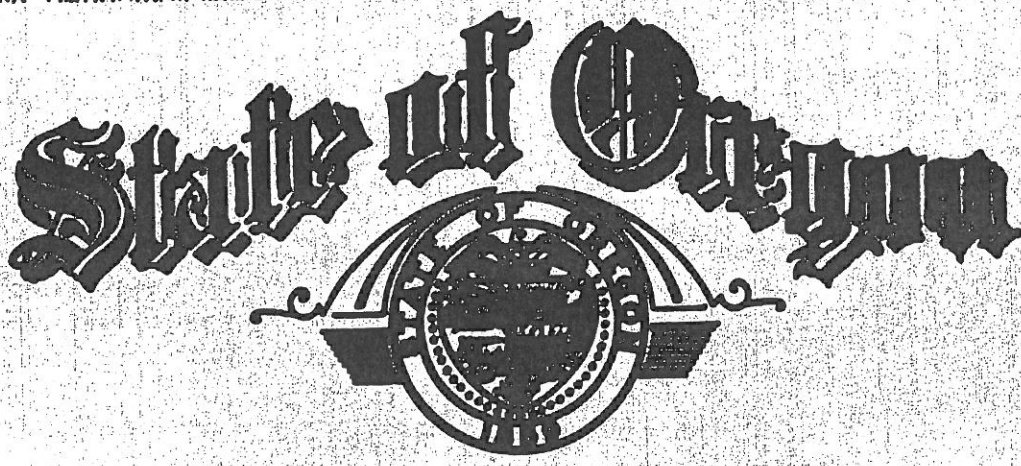
*Virginia W. Seidel*

*M. Josephine Brown*

DATED \_\_\_\_\_, 1974

107977-10

CERTIFICATE OF AMENDMENT  
671



# Department of Commerce Corporation Division

## Certificate of Amendment

OF

SOUTHEAST UPLIFT ADVISORY BOARD

*The undersigned, as Corporation Commissioner of the State of Oregon, hereby certifies that duplicate originals of Articles of Amendment to the Articles of Incorporation, duly signed and verified pursuant to the provisions of the Oregon Nonprofit Corporation Act, have been received in this office and are found to conform to law.*

*ACCORDINGLY, the undersigned, as such Corporation Commissioner, and by virtue of the authority vested in him by law, hereby issues this Certificate of Amendment to the Articles of Incorporation and attaches hereto a duplicate original of the Articles of Amendment.*

**In Testimony Whereof, I have hereunto set my hand and affixed hereto the seal of the Corporation Division of the Department of Commerce of the State of Oregon this 1st day of February, 1980.**



**Frank J. Healy**  
Corporation Commissioner

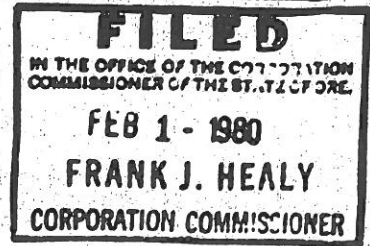
SOUTHEAST UPLIFT NEIGHBORHOOD P



10797710-18705221 ZIMGAMD

Submit in duplicate  
Filing Fee: \$5.00

FILE NO. 107977



# Articles of Amendment

of

Southeast Uplift Advisory Board

Pursuant to ORS 61.370 these Articles of Amendment were adopted by the undersigned corporation:

1. The present (not new) corporate name is Southeast Uplift Advisory Board

2. The following amendment of the Articles of Incorporation was adopted in the manner prescribed by the Oregon Nonprofit Corporation Act:

*(Set forth article(s) in full as will be amended to read.)*

Article II. The purpose or purposes for which the corporation is organized are:  
To better the Southeast Portland community by working toward the solution of its social and physical problems; to exercise any of the powers granted to a nonprofit corporation under the Oregon Nonprofit Corporation Act; and to engage in any lawful activity, none of which is for profit, for which corporations may be organized under O.R.S. Chapter 61. This corporation is organized exclusively for religious, charitable, scientific, literary, or educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501 (c) (3) of the Internal Revenue Code.

Article VI. Upon the winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to a non-profit fund, foundation or corporation which has established its tax exempt status under Section 501 (c) (3) of the Internal Revenue Code.

10.00

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FEB -1-80

3. (Check below the statement which is appropriate:)

- The amendment was adopted at a meeting of the Board of Directors on Jan. 21, 19 80, and received the vote of a majority of the directors in office, there being no members having voting rights in respect thereof.
- The amendment was adopted at a meeting of the members on \_\_\_\_\_, 19 \_\_\_\_\_, at which a quorum was present, and the amendment received at least two-thirds of the votes which members present or represented by proxy at such meeting were entitled to cast.
- The amendment was adopted by a consent in writing signed by all members entitled to vote with respect thereto.

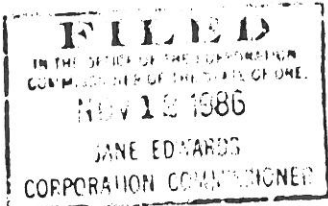
We, the undersigned, declare under penalties of perjury that we have examined the foregoing and to the best of our knowledge and belief, it is true, correct and complete.

Southeast Uplift Advisory Board  
Present (not new) Corporate Name

By Dwight Long and Maria Brown  
Its Board President Its Board Secretary

Dated Jan. 29, 1980





STATE OF OREGON  
DEPARTMENT OF COMMERCE  
CORPORATION DIVISION

Submit Original and One  
True Copy  
No Fee Required

ARTICLES OF AMENDMENT  
FOR  
NONPROFIT CORPORATION  
(ORS 61.370)

1. Name of corporation prior to amendment: SOUTHEAST UPLIFT ADVISORY BOARD, INC.
2. State article number(s) and set forth article(s) as amended.

Article I: The name of the corporation is Southeast Uplift Neighborhood Program, Inc.

3. (Check below the statement which is correct.)

If there are no members having voting rights:

Articles of amendment were adopted by majority of Directors in office at a meeting on Sept. 9, 1985.

If there are members having voting rights:

The articles of amendment were adopted at a meeting of the members at which there was a quorum and received at least two-thirds of the vote and the meeting was held \_\_\_\_\_, 19\_\_.

All members entitled to vote consented in writing to the articles of amendment.

We, the undersigned officers, 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.

By Robin K. Christ and Nancy B. G...  
President or Vice President Secretary or Assistant Secretary

Dated November 3, 1986.

Person to contact about this filing.

Sтивен D. Рудман, Директор 232-0610  
NAME PHONE NUMBER

Submit the original and one true copy to the Corporation Division, Commerce Bldg., 158 12th Street NE, Salem, Oregon 97310.

NP-2 (8/85)

SOUTHEAST UPLIFT NEIGHBORHOOD P



submit the original  
and one true copy  
10.00



SECRETARY OF STATE  
Corporation Division  
Business Registry  
158 12th Street NE  
Salem, OR 97310-0210  
(503) 378-4166

FILED  
FEB 02 1994  
Secretary of State

Registry Number:

107977-10

# RESTATED ARTICLES OF INCORPORATION

## Nonprofit Corporation

PLEASE TYPE OR PRINT CLEARLY

- Name of the corporation prior to amendment: Southeast Uplift Neighborhood Program, Inc.
- New name of the corporation (if changed): \_\_\_\_\_
- A copy of the restated articles is attached.
- Check the appropriate statement:

The restated articles contain amendments which do not require membership approval. The date of the adoption of the amendments and restated articles was September 9, 1993. These amendments were duly adopted by the board of directors, and supersede the original articles of incorporation and all amendments to them.

The restated articles contain amendments which require membership approval. The date of the adoption of the amendments and restated articles was \_\_\_\_\_, 19\_\_\_. The vote of the members 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: [Signature] Ky Holland President  
Signature Printed name Title

Person to contact about this filing: M'Lou Christ 232-0010  
Name Daytime phone number

Make checks payable to the Corporation Division. Submit the completed form and fee to: Corporation Division, Business Registry, 158 12th Street NE, Salem, Oregon 97310-0210.

ND 3 (5/90)

SOUTHEAST UPLIFT NEIGHBORHOOD P



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FILED

FEB 02 1994

Restated ARTICLES OF INCORPORATION  
SOUTHEAST UPLIFT NEIGHBORHOOD PROGRAM, INC.

Secretary of State

ARTICLE I. The name of the corporation will be Southeast Uplift Neighborhood Program, Inc. and its duration shall be perpetual. It is a public benefit corporation.

ARTICLE II. The purpose or purposes for which the corporation is organized are: To better the Southeast Portland community by working toward the solution to its social, economic, and physical problems; to exercise any of the powers granted to a nonprofit corporation under the Oregon Nonprofit Corporation Act; and to engage in any lawful activity, none of which is for profit, for which corporations may be organized under ORS Chapter 65. This corporation is a public benefit corporation organized exclusively for religious, charitable, scientific, literary, or education purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code.

ARTICLE III. The address of the registered office of the corporation is 3534 SE Main Street, Portland, Oregon, 97214. The name of its registered agent at such address is M'Lou Christ.

ARTICLE IV. Upon the winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to a nonprofit fund, foundation or corporation which has established its tax exempt status under Section 501 (c) (3) of the Internal Revenue Code.

ARTICLE V. There are no members having voting rights.

ARTICLE VI. The regulation of the internal affairs of the corporation is placed entirely with the Board of Directors or their successors, as provided in the bylaws of this corporation. The Board of Directors may, by vote of a majority of the Directors then in office, authorize any person or persons to exercise some or all of the powers that would otherwise be exercised by the board. To the extent so authorized, any such person or persons shall have the duties and responsibilities of the Directors of the corporation, and the Directors of the corporation shall be relieved to that extent from such duties and responsibilities.

**ARTICLE VII.** The personal liability of a director, uncompensated officer, or employee of this corporation to the corporation or its members for monetary damages for conduct as a director or officer is hereby eliminated to the fullest extent allowed by law. The corporation shall indemnify its directors, officers, and employees who are wholly successful, on the merits or otherwise, in the defense of any proceeding to which such person was a party because of being a director, officer, or employee of the corporation against reasonable expenses actually incurred by such person in connection with the proceeding. The obligation to indemnify a director, officer, or employee shall not exceed the limits of the liability insurance coverage available at the time of the occurrence.

**ARTICLE VIII.** This corporation is a nonprofit corporation and has no capital stock.

**ARTICLE IX.** These Articles of Incorporation may be amended by a two-thirds vote of the Directors present at any regular meeting provided that a quorum is present. The proposed change must be in writing and mailed the members of the Board fourteen (14) days prior to the meeting at which it is presented. The bylaws of this corporation may be amended as specified in the bylaws.



Secretary of State  
Corporation Division  
255 Capitol Street NE, Suite 151  
Salem, OR 97310-1327

Phone:(503)986-2200  
www.filinginoregon.com

Registry Number: 10797710  
Date of Incorporation: 11/07/1974  
Type: DOMESTIC NONPROFIT CORPORATION

**FILED**

**MAR 02 2017**

OREGON  
SECRETARY OF STATE

RE: SOUTHEAST UPLIFT NEIGHBORHOOD PROGRAM, INC.

APPLICATION FOR REINSTATEMENT/REACTIVATION

Please complete and return this letter and any enclosed documents for filing the requested reinstatement/reactivation.

Submit \$100 for the required fees.

The above entity hereby requests to be active on the records of the Corporation Division. The effective date of administrative dissolution is 01/05/2017

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

By:   
(Authorized Signature)

Date: 2/22/17

Any fees submitted with this document are non refundable and will be held for 45 days. If the document is returned for filing within 45 days no additional fees will be due unless otherwise stated in this letter.

Business Registry  
Corporation Division  
(503) 986-2200

SOUTHEAST UPLIFT NEIGHBORHOOD P



10797710-17764950

REIANA



Secretary of State  
Corporation Division  
255 Capitol Street NE, Suite 151  
Salem, OR 97310-1327

Phone: (503)986-2200  
www.filinginoregon.com

**REINSTATEMENT ANNUAL REPORT**  
**Registry Number: 10797710**  
**Date of Incorporation: 11/07/1974**  
**Type: DOMESTIC NONPROFIT CORPORATION**

SOUTHEAST UPLIFT NEIGHBORHOOD PROGRAM, ...  
3534 SE MAIN ST  
PORTLAND OR 97214

**Name of Domestic Nonprofit Corporation**

SOUTHEAST UPLIFT NEIGHBORHOOD PROGRAM, INC.

**Jurisdiction:** OREGON

**Non Profit:** Public Benefit

The following information is required by statute. Please complete the entire form.

**Registered Agent**

ANNE L DUFAY  
3534 SE MAIN  
PORTLAND OR 97214

If the Registered Agent has changed,  
the new agent has consented to the appointment. Oregon  
street address required.

**1) Type of Business**

**2) Principal Place of Business (Address, city, state, zip)**

3534 SE MAIN  
PORTLAND OR 97214

**3) Mailing Address (Address, city, state, zip)**

3534 SE MAIN ST  
PORTLAND OR 97214

**4) President (Name & Address)**

ROBERT MCCULLOUGH  
3534 SE MAIN ST  
PORTLAND OR 97214

**5) Secretary (Name & Address)**

JEFF COLE  
3534 SE MAIN ST  
PORTLAND OR 97214

**6) Signature**

**7) Printed Name**

Anne L. Dufay

**8) Date**

2/22/17

**9) Daytime Phone Number**

503 232-~~6204~~ 0010

X311

Make check payable to "Corporation Division" and mail completed form with payment to the address above.

Note: Filing fees may be paid with a major credit card.

Submit the card number and expiration date on a separate page for your protection.

ANRPF1-02/17/17