

#03409083

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**FILED**  
IN THE OFFICE OF THE CORPORATION  
COMMISSIONER OF THE STATE OF ORE.  
JUN 20 1986  
JANE EDWARDS  
CORPORATION COMMISSIONER

**ARTICLES OF INCORPORATION**

OF

**Siskiyou Wheelmen Inc.**

16.80

, a Nonprofit Corporation

KNOW ALL MEN BY THESE PRESENTS, That

Robert Howell, Patricia Martin, Robert Eiffert,

Carl Crafton, Molly Gibson

if a natural person or persons, (each) of the age of eighteen years or more, hereby incorporate(s) a corporation under and pursuant to the laws of the State of Oregon relative to private, nonprofit corporations, and hereby adopt(s) and execute(s), in duplicate, the following ARTICLES OF INCORPORATION thereof:

**ARTICLE I**

**Siskiyou Wheelmen Inc.**

The name of the corporation is

and its duration shall be for a term of

perpetual (indicate which).

**ARTICLE II**

The purpose(s) for which this corporation is organized shall be:

- (1) To engage in any lawful activity, none of which is for profit, for which corporations may be organized pursuant to Chapter 61 of Oregon Revised Statutes;
- (2)

The purpose of the organization is to provide opportunities for extending the individual's knowledge and appreciation of the environment and abilities through experiences in bicycling, by: planning and leading bicycle tours; promoting and conducting bicycling races; encouraging bicycle commuting, developing and/or supporting legislation/laws related to bicycling; promoting safety and education in bicycling; engaging in such other related activities as deemed desirable by the membership.

Lastly, to do any and all other acts and things necessary, incident, proper, desirable or convenient for carrying out the purposes of this corporation or any of them, and generally to engage in any or all of the foregoing activities, none of which is for profit, either within or without the State of Oregon or the United States.

The foregoing enumeration of powers is not intended and shall not be held to limit or restrict in any manner the general powers of this corporation under the laws of the State of Oregon.

BAC  
JES

BAC  
JES



ARTICLE III

The address of said corporation's initial registered office is

1729 Siskiyou Blvd Ashland Oregon, 97520

(Do not use post office box number, use street address only)

(City)

(Zip)

and the name of its initial registered agent at said address is:

Carl Crafton

The address to which the Corporation Division may send notices concerning this corporation is:

1729 Siskiyou Blvd. Ashland, Or. 97520

ARTICLE IV

The number of directors constituting the initial board of directors is 5 and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

NAME	ADDRESS (INCLUDE CITY, STATE, ZIP)
Robert Howell	5947 Riverbanks Rd Grants Pass, Or. 97527
Patricia Martin	38 Ross Court Medford, Or 97501
Robert Eiffert	166 Oaklawn Ashland, Or 97520
Carl Crafton	1729 Siskiyou Blvd Ashland, Or 97520
Molly Gibson	101 Gresham St Ashland, Or 97520

ARTICLE V

The name and address of each of the incorporators, is:

NAME

ADDRESS (INCLUDE CITY, STATE, ZIP)

Robert Howell	5947 Riverbanks Rd.	Grants Pass, Or.	97527
Patricia Martin	38 Ross Court	Medford, Or	97501
Robert Eiffert	166 Oaklawn	Ashland, Or	97520
Carl Crafton	1729 Siskiyou Blvd.	Ashland, Or	97520
Molly Gibson	101 Gresham St.	Ashland, Or	97520

ARTICLE VI

Upon the dissolution of the corporation, assts shall be distributed for one or more exempt purposes, specifically the Bear Creek Greenway (Bikepath)



#### ARTICLE VII

The activities and affairs of the corporation shall be managed by a Board of Directors in the manner provided by in the By-Laws. The number of directors which shall constitute the whole board shall be no less than 3 and no more than 12. The By-Laws shall specify the number of directors who shall constitute a quorum, the terms and titles of such officers and directors, committees to carry out board policies and goals, and procedures to implement such policies and goals. The Board of Directors is expressly authorized to make, alter, or repeal the By-Laws of this corporation.

The initial Board of Directors shall serve as directors until the first annual meeting which shall be held no later than 12 months from the date of incorporation. The initial Board of Directors and their successors shall elect new directors by a two-thirds vote of the other directors then serving for terms of not more than 3 years, setting the length of each director's term so as to avoid, if possible, the occurrence of two or more simultaneous vacancies, and shall elect replacements to fill vacancies which occur before the expiration of a term in a similar manner. At no time shall the Board allow the number of directors to be less than 3. A director may be removed from office for actions contrary to the purposes of the corporation upon a two-thirds vote of the other directors then serving.



IN WITNESS WHEREOF, I/we, the undersigned incorporator(s), declare under penalties of perjury that I/we have examined the foregoing document and to the best of my/our knowledge and belief, it is true, correct and complete

Dated \_\_\_\_\_, 19\_\_\_\_

Robert Skull  
Patricia Martin  
Robert E. G...  
Carl H. Crafton  
Molly Gibson

Person to contact about this filing:

Molly Gibson

( 503 ) 482-1403  
Telephone Number

Name

NOTE

See the Oregon Nonprofit Corporation Law in Chapter 61 of Oregon Revised Statutes, which provides that one or more natural persons of the age of eighteen years or more, a domestic or foreign corporation, a partnership or an association may incorporate a nonprofit corporation under Oregon's Nonprofit Corporation Law by signing, verifying and delivering one original and one true copy of the Articles of Incorporation to the Oregon Corporation Commissioner at Salem, Oregon accompanied by the appropriate filing fee, and that at least three directors are required.

Space is provided in Article VI of this form for setting forth any provisions not inconsistent with law for the regulation of the internal affairs of the corporation, including any provision for the distribution of assets upon dissolution or final liquidation.

034090-83

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

**FILED**  
IN THE OFFICE OF THE SECRETARY  
OF STATE OF THE STATE OF OREGON.  
**JUN 11 1990**  
CORPORATION DIVISION

DAN THORNDIKE  
129 N OAKDALE SUITE 1  
MEDFORD OR 97501

MAY 22, 1990

ACTION: REINSTATEMENT  
ENTITY TYPE: DOMESTIC NON-PROFIT (831.115)  
REGISTRY #: 034090-83  
RE: SISKIYOU WHEELMEN INC.

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

Please submit \$40.00 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 08-19-88. 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: Jerry Seloyd VP Date: 5/24/90  
(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

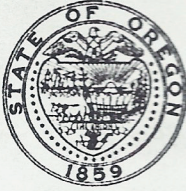
06069001004 831.115 40.00

ENC: Duplicate Annual Report

CMW  
NONOTH-814200-06-87

MAY 24 1990





Phone: (503) 986-2200  
Fax: (503) 378-4381

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

Articles of Amendment—Business/Professional/Nonprofit

Check the appropriate box below:

For office use only

- BUSINESS/PROFESSIONAL CORPORATION  
(Complete only 1, 2, 3, 4, 6, 7)
- NONPROFIT CORPORATION  
(Complete only 1, 2, 3, 5, 6, 7)

FILED

JAN 15 1999

OREGON  
SECRETARY OF STATE

Registry Number: 034090-83

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

- 1) NAME OF CORPORATION PRIOR TO AMENDMENT Siskiyou Wheelmen Inc.
- 2) STATE THE ARTICLE NUMBER(S) AND SET FORTH THE ARTICLE(S) AS IT IS AMENDED TO READ. (Attach a separate sheet if necessary)  
Article I: Name and Location. The corporation shall be known as "Siskiyou Velo", serving the general area of Southern Oregon and Northern California. Reference in this instrument shall be to the Wheelmen or to Siskiyou Velo.
- 3) THE AMENDMENT WAS ADOPTED ON: December 5, 1999  
(If more than one amendment was adopted, identify the date of adoption of each amendment)

BUSINESS/PROFESSIONAL CORPORATION ONLY

4) CHECK THE APPROPRIATE STATEMENT

- Shareholder action was required to adopt the amendment(s). The vote was as follows:

Class or series of shares	Number of shares outstanding	Number of votes entitled to be cast	Number of votes cast FOR	Number of votes cast AGAINST

- Shareholder action was not required to adopt the amendment(s). The amendment(s) was adopted by the board of directors without shareholder action.
- The corporation has not issued any shares or stock. Shareholder action was not required to adopt the amendment(s). The amendment(s) was adopted by the incorporators or by the board of directors.

NONPROFIT CORPORATION ONLY

5) 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
All	12	12	9	3

6) EXECUTION

Printed Name

Russ Rickert

Signature

*Russell Rickert*

Title

Its Treasurer

7) CONTACT NAME

Daniel C. Thorndike, Attorney at Law

DAYTIME PHONE NUMBER

(541) 857-8222

FEES

Make check for \$10 payable to "Corporation Division"

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

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10.00

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