



Secretary of State  
Corporation Division  
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Salem, OR 97310-1327

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**Registry Number: 592874-91**  
**Type: DOMESTIC NONPROFIT CORPORATION**

**Next Renewal Date: 04/07/2010**

K LAYNE MORRILL  
628 RADAR DR  
PO BOX 108  
YACHATS OR 97498-0108

### **Acknowledgment Letter**

The document you submitted was recorded as shown below. Please review and verify the information listed for accuracy.

If you have any questions regarding this acknowledgement, contact the Secretary of State, Corporation Division at (503)986-2200. Please refer to the registration number listed above. A copy of the filed documentation may be ordered for a fee of \$5.00. Submit your request to the address listed above or call (503)986-2317 with your Visa or MasterCard number.

#### **Document**

ARTICLES OF INCORPORATION

**Filed On**  
04/07/2009

**Jurisdiction**  
OREGON

**Nonprofit Type**  
PUBLIC BENEFIT

#### **Name**

OUR COASTAL VILLAGE FOUNDATION, INC.

#### **Registered Agent**

K LAYNE MORRILL  
628 RADAR DR  
PO BOX 108  
YACHATS OR 97498-0108

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667

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ARTICLES OF INCORPORATION

OF

OUR COASTAL VILLAGE FOUNDATION, INC.

FILED

APR 07 2009

OREGON  
SECRETARY OF STATE

1. Name. The name of this non-profit corporation is OUR COASTAL VILLAGE FOUNDATION, INC.

2. Purpose.

2.1 Tax Exempt Status. The corporation is organized as a public benefit corporation only for charitable and educational purposes as defined in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). Regardless of other provisions of these Articles, the corporation shall not carry on any activities not permitted for a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or for a corporation contributions to which are deductible under Sections 170(c)(2), 2055, or 2522 of the Code. No substantial part of the corporation's activities shall be to carry on propaganda, or otherwise attempt to influence legislation, or participation or intervention in, including the publishing or distributing of statements, any political campaign on behalf of or in opposition to any candidate for public office.

2.2 Use of Earnings. No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its directors, officers, members, or other private persons, except the corporation may pay reasonable compensation for services rendered to it and may make payments in furtherance of its purposes.

3. Character of Affairs. The corporation will focus its charitable and educational resources and efforts on the greater Yachats, Oregon, area where it will: (a) directly provide relief of the poor, the distressed, and the underprivileged, with an emphasis in housing for low income families; (b) support other local charities, with an emphasis on those involved in low income housing; (c) combat community deterioration and assist with the construction and maintenance of public facilities; (d) make educational programs available to the general public; and (e) promote community values and encourage civic involvement by all residents.

4. Address for Mailing Notices. The address for mailing notices until the principal office of the corporation has been designated by the corporation in its annual report is: 628 Radar Drive, PO Box 108, Yachats, OR 97498-0108.

5. Registered Agent and Registered Office. The name and address of the initial statutory agent of the corporation is: K. Layne Morrill, 628 Radar Drive, PO Box 108, Yachats, OR 97498-0108.

6. Non-Membership Corporation. The corporation shall have no members, and the directors of the corporation shall have sole voting power.

7. Board of Directors. The initial Board of Directors shall consist of three (3) directors, whose names and addresses are: K. Layne Morrill, 628 Radar Drive, PO Box 108, Yachats, OR 97498-0108; Elizabeth R. Morrill, 628 Radar Drive, PO Box 108, Yachats, OR 97498-0108; Nicole Cain, One East Camelback Road, Suite 340, Phoenix, Arizona 85012. From and after recognition of the corporation's exempt status by the Internal Revenue Service, the qualifications of directors,

the number of directors to serve, and the time and manner of elections to the Board of Directors, shall be as fixed in the Bylaws.

8. Incorporator. The name and address of the incorporator is:

K. Layne Morrill  
628 Radar Drive  
PO Box 108  
Yachats, OR 97498-0108

9. Devolution of Assets on Dissolution. Upon the dissolution of the corporation for any reason, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the corporation, dispose of all its assets exclusively for the purposes of the corporation in such a manner, or to such organizations organized and operated only for purposes, as shall then qualify as exempt under Section 501(c)(3) of the Code as the Board of Directors shall determine.

10. Indemnification. The corporation shall indemnify each person identified in O.R.S. §§ 65.391(1) and 65.4407 to the fullest extent permissible under: (a) the provisions of O.R.S. § 65.387 *et seq.*, (b) indemnification provisions of any successor or amended statute, (c) the Bylaws of the corporation, or (d) any agreement adopted pursuant to the provisions of O.R.S. § 65.391.

11. Director Liability. A director or uncompensated officer of this corporation shall not be personally liable to the corporation or its members for monetary damages to the fullest extent permitted under O.R.S. § 65.047(2)(C), O.R.S. § 65.357(4), and O.R.S. § 65.377(4). If the Oregon Revised Statutes are amended to authorize further elimination or limitation of the liability of a director, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the Oregon Revised Statutes as so amended. Any repeal or modification of this article shall not increase the liability of a director of the corporation arising out of acts or omissions occurring before the repeal or modification becomes effective.

12. Private Foundation. The corporation is intended to qualify as a public charity under Section 509 of the Code. Notwithstanding that intention, if at any time, and for so long as, this corporation may be classified by the Internal Revenue Service as a private foundation, as defined in Section 509 of the Code, the corporation:

(a) shall not engage in any act of self-dealing as defined in Section 4941(d) thereof;

(b) shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 thereof;

(c) shall not retain any excess business holding as defined in Section 4943(c) thereof;

(d) shall not make any investment in such manner as to subject it to tax under Section 4944 thereof; and

(e) shall not make any taxable expenditures as defined in Section 4945(d) thereof.

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13. Discrimination Not Permitted. In rendering its functions and in exercising its purposes, the corporation shall not practice or permit discrimination on the basis of sex, age, race, national origin, religion or physical handicap or disability.

14. Permission of Directors. The Incorporator has obtained the consent of the initial Director to serve.

By my signature below, I declare that this filing has been examined by me and is, to the best of my knowledge and belief, true, correct and complete.

Dated this 31st day of March, 2009.

  
K. Layne Morrill, Incorporator