



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

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

Restated Articles dated
March 18, 1998

Articles of Incorporation—Nonprofit

For office use only

Registry Number: NP-205816

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

1) NAME The Central Oregon Flyfishers

CHECK HERE TO INDICATE ON YOUR REGISTRATION THAT YOU DO NOT WANT MAIL SOLICITATION.

8) WILL THE CORPORATION HAVE MEMBERS ?

Yes No

2) REGISTERED AGENT

David McNall

9) DISTRIBUTION OF ASSETS UPON DISSOLUTION

See Rider A, attached

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.)

61961 SE 27th Street

Bend, Oregon 97702

4) MAILING ADDRESS OF REGISTERED AGENT (Address, city, state, zip)

61961 SE 27th Street

Bend, Oregon 97702

5) ADDRESS FOR MAILING NOTICES

61961 SE 27th Street

Bend, Oregon 97702

6) OPTIONAL PROVISIONS (Attach a separate sheet.)

7) TYPE OF CORPORATION

Public Benefit Mutual Benefit Religious

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

11) EXECUTION (All incorporators must sign. Attach a separate sheet if necessary.)

Printed Name

Signature

12) CONTACT NAME

David McNall

DAYTIME PHONE NUMBER

(541) 389-4363

FEES

Make check for \$20 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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Restated Articles of Incorporation—Business/Professional/Nonprofit

For office use only

FILED

MAY 06 1998

**OREGON
SECRETARY OF STATE**

Registry Number: NP-205816-17

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

Check the appropriate box below:

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

1) NAME OF CORPORATION PRIOR TO AMENDMENT The Central Oregon Flyfishers

2) NEW NAME OF THE CORPORATION (if changed) _____

3) A COPY OF THE RESTATED ARTICLES MUST BE ATTACHED See CR112 and Rider A, attached

BUSINESS/PROFESSIONAL CORPORATION ONLY

4) CHECK THE APPROPRIATE STATEMENT

- The restated articles contain amendments which do not require shareholder approval. These amendments were duly adopted by the board of directors.
- The restated articles contain amendments which require shareholder approval. The vote of the shareholders 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

- The corporation has not issued any shares of stocks. Shareholder action was not required to adopt the restated articles. The restated articles were adopted by the incorporators or by the board of directors.

NONPROFIT CORPORATION ONLY

5) 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 _____, 19 __. These amendments were duly adopted by the board of directors.
- The restated articles contain amendments which require membership approval. The date of the adoption of the amendments and restated articles was March 18, 1998. 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
1	75	75	27	-0-

6) EXECUTION

Printed Name

Richard L. Hagen

Signature

Title

Treasurer

7) CONTACT NAME

David McNall

DAYTIME PHONE NUMBER

(541) 389-4363

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*CW
MAY 10 1998
4-6*

FEES

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

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5-6 AM

HARDY MYERS
ATTORNEY GENERAL

PETER D. SHEPHERD
DEPUTY ATTORNEY GENERAL



1515 SW 5th Avenue
Suite 410
Portland, Oregon 97201
FAX: (503) 229-5120
TDD: (503) 378-5938
Telephone: (503) 229-5725

DEPARTMENT OF JUSTICE
PORTLAND OFFICE

Letter #78853

September 17, 2001

The Central Oregon Flyfishers
Mark Reisinger
PO Box 1126
Bend, OR 97709

Registration #29989

Re: Registration under the Charitable Trust and Corporation Act
And Required Annual Reports

Dear Ladies/Gentlemen:

This will acknowledge registration of your organization under the Charitable Trust and Corporation Act. Your registration number with this office is **29989**.

According to the above mentioned Act, annual reports will be due not later than four months and 15 days after the close of your accounting period. Our records indicate that your accounting period ends on December 31st. Your annual reports will be due by May 15th of each year. Reporting forms will automatically be sent to you. If you do not receive forms within 60 days prior to the due date for filing your report, contact this office to obtain the prescribed forms.

Please note that our annual reports are in addition to and different from the annual reports that nonprofit corporations must file with the Oregon Corporation Division, Office of the Secretary of State. Questions about annual reports should be directed to the Assistant Charities Registrar at (503)229-5725 extension 210.

Please keep this letter with your permanent records as it contains your registration number.

Sincerely,

Suzan Turley
Charities Registrar
Charitable Activities Section