

**ARTICLES OF INCORPORATION  
OF THE  
RICHLAND LUTHERAN CHURCH FOUNDATION**

We, the undersigned persons, acting as the incorporators of a corporation under the provisions of the Washington Nonprofit Corporation Act (RCW 24.03) adopt the following articles of Incorporation for such corporation:

**ARTICLE I**

The name of the corporation shall be Richland Lutheran Church Foundation; hereafter called the Corporation.

**ARTICLE II**

The period of duration of the Corporation shall be perpetual.

**ARTICLE III**

The purpose for which the Corporation is organized is to 1) receive and administer gifts of possessions such as money, land, stock, insurance, and all other types of real and personal property; 2) to open new horizons for the work of Jesus Christ by establishing new programs enhancing the stewardship ministry and work of Richland Lutheran Church; and 3) to encourage special gifts such as memorials and endowments, both designated and undesignated.

The Corporation is organized exclusively for charitable, benevolent, religious, health and educational purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code of 1986, as amended, and any regulation thereunder.

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activity not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and any regulations thereunder or (ii) by a corporation contribution to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, and any regulation thereunder.

The Corporation shall establish, maintain and preserve its exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and any regulation thereunder.

Neither the Corporation, its Board of Directors, its President, nor any other agent or employee shall perform, or be authorized to perform, any act or fail to perform any act which shall directly or indirectly jeopardize or adversely affect its exempt status.

Within the sole discretion of the Corporation, the income from this fund shall be used exclusively for religious purposes, either directly or by contributions to 1) organizations duly organized and operated to carry on exclusively religious activities, 2) individuals engaged in religious educational experiences, or 3) individuals engaged in religious activities. No funds shall be used for normally budgeted operating expenses of Richland Lutheran Church.

**ARTICLE IV**

The affairs of the Corporation shall be managed by a Board of Directors composed of not less than six (6) and nor more than ten (10) members and the number, qualifications, terms of office, manner of election, and powers and duties shall be as prescribed in the By-laws of the Corporation.

ARTICLE V

The authority to adopt and amend the By-laws and to govern the operation of the Corporation shall be vested in the Members of the Corporation. The By-laws may be amended in the manner prescribed by Article XI so far as the amendments are consistent with these Articles.

ARTICLE VI

Membership in the Corporation shall be open to any individual who is a member of Richland Lutheran Church and meets such other qualifications as the By-laws may provide. In the event that a member of the Corporation shall cease to be a voting member of Richland Lutheran Church, his membership in the Corporation shall automatically terminate.

ARTICLE VII

The address of the initial registered office of the Corporation shall be 901 Van Giesen, Richland, Washington, 99352. The name of the initial registered agent of the Corporation shall be Dr. Palmer L. Gedde.

ARTICLE VIII

The number of directors constituting the initial Board of Directors shall be six (6) directors. The names and addresses of the persons who are to serve as the initial directors of the Corporation are as follows:

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| 1. Jerry Ethridge<br>2003 Van Giesen<br>Richland, WA 99352    | 4. Rick Snyder<br>220 Englewood<br>Richland, WA 99352  |
| 2. Earl Bennett<br>1607 Turner<br>Richland, WA 99352          | 5. Richard Gies<br>Rupert Road<br>Richland, WA 99352   |
| 3. Wayne Campbell<br>2312 Bellmead Crt.<br>Richland, WA 99352 | 6. Dottie Rinehart<br>1836 Mahan<br>Richland, WA 99352 |

ARTICLE IX

The names and addresses of the Incorporators of the Corporation are as follows:

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|--|--|
| 1. R. Allen Reese<br>605 Carner Ct.<br>Richland, WA 99352      | 4. Carl Crouthamel<br>71 Park<br>Richland, WA 99352            |
| 2. Gerald Dagle<br>2426 Harris Ave.<br>Richland, WA 99352      | 5. Kristen Imhoff<br>130 High Meadows<br>Richland, WA 99352    |
| 3. Betty Hartcorn<br>2005 N. Meadows DR.<br>Richland, WA 99352 | 6. Jerry Ethridge<br>2003 Van Giesen St.<br>Richland, WA 99352 |

ARTICLE X

Upon dissolution and liquidation of this Corporation, all assets of the Corporation remaining after all liabilities and obligations of the Corporation shall be paid, satisfied and discharged, or adequate provision shall be made therefor, shall be transferred, conveyed and distributed to Richland Lutheran Church for a charitable, benevolent, religious, health and educational use so long as the Richland Lutheran Church then qualifies as a tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and the regulations thereunder.

In no event shall the assets of this Corporation, upon its dissolution and liquidation, be distributed for purposes and uses other than those set forth in Section 501(c) (3) of the Internal Revenue Code of 1986, as amended, and the regulations thereunder.

ARTICLE XI

These Articles of Incorporation may be amended at an annual meeting of the Corporation or at any special meeting called for that purpose. If amendments are proposed the members of the Corporation shall be notified according to the stipulations provided in the Bylaws. Amendments may be introduced by the Board of Directors or by a written petition of the members to the Board of Directors provided such a petition is signed by at least 10 members of the Corporation. Amendments shall be approved by a two-thirds majority of the votes cast of the members of the Corporation as they are defined in Article VI.

ARTICLE XII

There shall be an annual meeting of the Corporation as well as such special meetings as the directors may deem necessary. A special meeting may be called by the Board of Directors at any time as long as proper notice is given according to the stipulations set forth in the By-laws.

DATED THIS 10 DAY OF June <sup>1987</sup>~~1986~~.

R. Allan Reno

Carl E. Cronthorn

Bernard E. Dagle

Kristen L. Amhoff

Dotty G. Hartson

Jerry L. Ethridge

STATE OF WASHINGTON  
County of Benton  
Subscribed and sworn to before me this 11 day of June 1987  
/s/ D Wayne Campbell  
Notary public in and for the  
State of Washington  
Residing in Richland Commission expires 10/15/87