



Secretary of State
Corporation Division
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REGISTRY NUMBER: 8685315
TYPE: DOMESTIC NONPROFIT CORPORATION

Next Renewal Date: 7/2/2022

SURF PINES ASSOCIATION
33317 SURF PINES LN
WARRENTON, OR 97146

Acknowledgment Letter

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

DOCUMENT	FILED ON	STATUS
ARTICLES OF AMENDMENT	8/18/2021	ACTIVE
NAME SURF PINES ASSOCIATION		
JURISDICTION OREGON		
NONPROFIT TYPE MUTUAL BENEFIT WITH MEMBERS		
PRINCIPAL PLACE OF BUSINESS 33317 SURF PINES LN WARRENTON, OR 97146	REGISTERED AGENT CHRISTIAN ZUPANIC 1580 N ROOSEVELT DR SEASIDE, OR 97138	
MAILING ADDRESS 33317 SURF PINES LN WARRENTON, OR 97146	PRESIDENT JOHN F YERKE 89168 MANION DR WARRENTON, OR 97146	
SECRETARY THOMAS SMITH 89535 SHADY PINES WARRENTON, OR 97146		

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ACK - AMDART
08/18/2021

Registry No. 086853-15



8685315-22479994

SURF PINES ASSOCIATION

AMDART

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SURF PINES ASSOCIATION**

1. **Name.** The name of the corporation is Surf Pines Association.
2. **Text of Amendments.** The text of the amendments is attached to these Articles of Amendment as the *Amended and Restated Articles of Incorporation of Surf Pines Association* ("Amendments").
3. **Date of Amendment.** The Amendments were adopted on August 7, 2021.
4. **Approval by Members.** The Amendments were approved by members entitled to vote at a meeting at which a quorum of members was present as follows:
 - a. There are 407 members, all of which were entitled to vote on the Amendments. There are no membership classes.
 - b. 125 members voted in favor of the Amendments. 3 voted against the Amendments.
5. **Approval by Board of Directors.** The Amendments were approved unanimously by the Board of Directors.
6. **Execution.**

I declare as an authorized signer, under penalty of perjury, that this document does not fraudulently conceal, fraudulently obscure, fraudulently alter or otherwise misrepresent the identity of the person or any officers, directors, employees or agents of the corporation. This filing has been examined by me and is, to the best of my knowledge and belief, true, correct, and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment or both.

John F. Yerke
Signature

John Yerke
Printed Name

President
Title

Person to contact about this filing: John Yerke (253) 394-1817

**AMENDED AND RESTATED ARTICLES OF
INCORPORATION OF SURF PINES ASSOCIATION**

**ARTICLE 1
Name**

The name of the corporation is **SURF PINES ASSOCIATION**.

**ARTICLE 2
Mutual Benefit**

The corporation is a mutual benefit corporation.

**ARTICLE 3
Registered Agent**

The name and address of the corporation's registered agent is:

Christian Zupancic
1580 N Roosevelt Dr.
Seaside, Oregon 97138

**ARTICLE 4
Incorporator**

The name and address of the initial incorporator is:

John J. Coughlin
807 Electric Building
621 SW Alder Street
Portland, Oregon 97205

**ARTICLE 5
Mailing Address**

The mailing address of the corporation is:

33317 Surf Pines Ln
Warrenton, Oregon 97146

**ARTICLE 6
Members**

The corporation has members. The criteria and procedures for admission to membership and the rights and obligations of members will be as set forth in the corporation's bylaws.

ARTICLE 7

Dissolution

Upon the dissolution or final liquidation of the corporation, and after the payment or provision for payment of all the liabilities of the corporation, the remaining assets of the corporation will be distributed to an unincorporated association of the same name or the members as provided by the Oregon Planned Community Act.

ARTICLE 8

Limitation of Liability

No director or uncompensated officer to the corporation will be liable for monetary damages for conduct as a director or officers to the maximum extent allowed by law, unless the elimination or limitation of liability for particular conduct is prohibited by the Oregon Nonprofit Corporation Act. However, an amendment to the Oregon Nonprofit Corporation Act that places further restrictions on eliminating or limiting the liability of a director or an officer will not affect the liability of a director or an officer for any conduct, act, or omission that occurred before the effective date of the amendment.

ARTICLE 9

Indemnification

The corporation will indemnify to the fullest extent not prohibited by law any current or former director or officer of the corporation who is made, or threatened to be made, a party to an action, a suit, or a proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, a suit, or a proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation. The corporation will pay for or reimburse the reasonable expenses incurred by any such current or former director or officer in any such proceeding in advance of the final disposition of the proceeding if the person sets forth in writing (a) the person's good-faith belief that the person is entitled to indemnification under this Article and (b) the person's agreement to repay all advances if it is ultimately determined that the person is not entitled to indemnification under this Article. No amendment to this Article that limits the corporation's obligation to indemnify any person will have any effect on such obligation for any act or omission that occurs prior to the later of the effective date of the amendment or the date notice of the amendment is given to the person. This Article will not be deemed exclusive of any other provisions for indemnification or advancement of expenses of directors, officers, employees, agents, and fiduciaries that may be included in any statute, bylaw, agreement, general or specific action of the board of directors, vote of the members, or other document or arrangement.