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Corporation Division - Business Registry
Public Service Building
255 Capitol St., NE Ste. 151
Salem, OR 97310-1327
(503) 986-2200 Facsimile (503) 378-4381

FOR OFFICE USE ONLY

REGISTRY NUMBER:

ARTICLES OF AMENDMENT
Nonprofit Corporation

1. Name of the corporation prior to amendment: Library Foundation of Hillsboro
2. Article No. 2 is amended to read as follows:
 2. Without limiting the generality of the foregoing, this corporation shall have the following purposes:
 - (a) The benefit and support of the Hillsboro Public Library of the City of Hillsboro, Oregon, its branches and its successors, by providing goods and services which include but are not limited to the following: Books and other library materials, buildings, facilities, equipment, monies, endowment funds, and other real and personal property, or grants for any such purposes.
 - (b) The principle purpose of this corporation shall be to provide for services and facilities over and above the annual funding, pursuant to its budget, which the City of Hillsboro provides the Hillsboro Public Library, but not to provide funds which can or will be substituted by the City of Hillsboro for its traditional tax funding of the library. The provision of services and facilities, in each instance, shall be wholly within the discretion of the Board of Directors of this corporation.
 - (c) The Board may make donations to any other profit or non-profit organizations, if the Board determines that the donations are in the best interest of the Corporation.
 - (d) In achieving its purpose or purposes, the corporation may engage in any lawful activity, none of which is for profit, for which corporations may be organized under Chapter 61 of the Oregon Revised Statutes, and particularly ORS 61.061, as they presently exist or may be amended.
 - (e) Notwithstanding any other provision of these articles, this corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the federal Internal Revenue Code of 1954 (or the corresponding provision of any future federal internal revenue law). Said limitations include, but are not restricted to, the requirement that no part of the net earnings of this corporation shall inure to the benefit of or be distributed to any private individual (except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these articles); that no part of its activities shall consist of the carrying on of propaganda (including the publishing or distribution of statement) or otherwise attempting to influence legislation; and that it shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

(f) To the extent that this corporation shall at any time be subject to Section 4941 through 4945 of the federal Internal Revenue Code of 1954 (or the corresponding provisions of any future internal revenue law), then this corporation:

(1) Shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954 (or the corresponding provisions of any future internal revenue law);

(2) Shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future internal revenue law);

(3) Shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954 (or the corresponding provisions of any future internal revenue law);

(4) Shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future internal revenue law); and

(5) Shall not retain any excess business holding as defined in Section 4934(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future internal revenue law).

(g) Shall provide an annual report and fiscal audit to the Attorney General of the State of Oregon pursuant to ORS 128.670, to the Advisory Board of the Hillsboro Public Library and to

3. The amendment(s) was adopted on February 11, 2004.

4. Check the appropriate statement:

XX 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 entitled to vote

No. of members entitled to vote _____

No. of votes entitled to be cast _____

No. of votes cast for _____

No. of votes cast against _____

Execution:

Jerry Willey

President

SIGNATURE

PRINTED NAME

TITLE

Person to contact about this filing: Fred C. Nachtigal

503-640-6612

NAME

DAYTIME PHONE NUMBER