

STATE of WASHINGTON



SECRETARY of STATE

I, *SAM REED*, Secretary of State of the State of Washington and custodian of its seal,
hereby issue this

CERTIFICATE OF AMENDMENT

to

ANIMAL PROTECTION SOCIETY OF THE SAN
JUANS ORCAS CHAPTER

a Washington Non Profit corporation. Articles of Amendment were filed for record in
this office on the date indicated below.

Changing name to ORCAS ANIMAL PROTECTION SOCIETY

UBI Number: 601 710 160

Date: November 16, 2001



*Given under my hand and the Seal of the State
of Washington at Olympia, the State Capital*

Handwritten signature of Sam Reed in cursive script.

Sam Reed, Secretary of State

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STATE OF WASHINGTON

ARTICLES OF AMENDMENT
OF
ANIMAL PROTECTION SOCIETY OF THE SAN JUANS - ORCAS CHAPTER

The undersigned, being President of the aforementioned corporation, hereby certifies that the following amendment was unanimously adopted at the Annual Meeting of the Board of Directors on April 23, 2001.

ARTICLE I

The name of this Corporation shall be ORCAS ANIMAL PROTECTION SOCIETY and its existence shall be perpetual.

IN WITNESS WHEREOF, I have hereunto set my hand in duplicate this 28th day of October, 2001.


MARSHA WAUNCH, President

Corporations Division
Office of the Secretary of State
505 E. Union, 2nd Floor
P.O. Box 40234
Olympia, WA 98504-0234

ARTICLES OF INCORPORATION
ANIMAL PROTECTION SOCIETY of the SAN JUANS
Orcas Chapter

The undersigned, for the purpose of forming a corporation under the nonprofit laws of the State of Washington, RCW 24.03, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be the Orcas Chapter of the Animal Protection Society of the San Juans.

ARTICLE II

The term of existence shall be perpetual.

ARTICLE III

The purpose of the corporation is to maintain and operate an animal shelter for benefit of the public, to provide services for the humane disposition of unwanted animals, and to educate the public about the humane care of animals.

This corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law) or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).

ARTICLE IV

The name of the Registered Agent of the corporation is Marsha K. Waunch.

The street address of the Registered Office, which is also the address of the Registered Agent is as follows:

Mt. Baker Rd.
Eastsound, WA 98245

The post office box number, which may be used in conjunction with the Registered Agent address, located in the same city, is:

P.O. Box 1484
Eastsound, WA 98245

ARTICLE V

There shall be 15 directors serving as the initial Board of Directors. Their names and addresses are as follows:

Elyse Van Den Bosch	Star Rt. Box 65	Eastsound, WA 98245
Kathy Carmichael	P.O. Box 86	Eastsound, WA 98245
Laura Conant	P.O. Box 130	Deer Harbor, WA 98243

Pam Evans	P.O. Box 1346	Eastsound, WA 98245
Gretchen Kaiser	P.O. Box 1124	Eastsound, WA 98245
Marsha Waunch	P.O. Box 209	Eastsound, WA 98245
Kristen Wilson	P.O. Box 970	Eastsound, WA 98245
Mary Rancourt	P.O. Box 48	Eastsound, WA 98245
Phyllis Wilkinson	P.O. Box 806	Eastsound, WA 98245
Barbara Wheeler	Star Rt. Box 7	Olga, WA 98279
Sheryl Fabianek	P.O. Box 955	Eastsound, WA 98245
Lisa Fleck	RR 1 Box 1465	Eastsound, WA 98245
Beverly Oranski	P.O. Box 35	Eastsound, WA 98245
Lorinda Roland	P.O. Box 55	Olga, WA 98279
Sue Krieger	P.O. Box 27	Orcas, WA 98280

ARTICLE VI

In the event of dissolution of the corporation, the net assets are to be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code (or a corresponding section of any future tax code) to a charitable, non profit animal welfare organization, or to the Federal Government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VII

The name and address of each incorporator is as follows:

Barbara Wheeler	Star Rt. Box 7	Olga, WA 98279
Phyllis Wilkinson	P.O. Box 806	Eastsound, WA 98245
Sue Krieger	P.O. Box 27	Orcas, WA 98280
Marsha Waunch	P.O. Box 209	Eastsound, WA 98245

IN WITNESS WHEREOF each incorporator has affixed his/her signature on this 6th day of December, 1995.

<u>Susan Krieger</u>	<u>Phyllis Wilkinson</u>
<u>Barbara Wheeler</u>	<u>Marsha Waunch</u>

CONSENT TO APPOINTMENT AS REGISTERED AGENT

I, Marsha Waunch, hereby consent to serve as Registered Agent in the state of Washington for the corporation herein named. I understand that as the agent for the corporation, it will be my responsibility to accept Service of Process in the name of the corporation; to forward all mail to the corporation; and to immediately notify the Office of the Secretary of State in the event of my resignation or of any change in the Registered Office address of the corporation for which I am agent.

6 Dec 1995
Date

Marsha Waunch
Signature of agent designated in Article IV