

UNITED STATES OF AMERICA

The 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 INCORPORATION

to

3 RIVERS BICYCLE COALITION

a/an WA Non-Profit Corporation. Charter documents are effective on the date indicated below.

Date: 2/22/2010

UBI Number: 602-993-392

APPID: 1662135



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

Handwritten signature of Sam Reed in cursive.

Sam Reed, Secretary of State

FILED
SECRETARY OF STATE
FEB 22 2010
STATE OF WASHINGTON

UBI#: 602-993-392

ARTICLES OF INCORPORATION

OF

3 RIVERS BICYCLE COALITION

We, the undersigned persons, acting as the incorporators of a corporation under the Washington Non-Profit Corporation Act (RCW 24.03), adopt the following Articles of Incorporation for such corporation:

ARTICLE I

Name

The name of the Corporation shall be 3 Rivers Bicycle Coalition.

ARTICLE II

Duration

The period of duration of the corporation shall be perpetual.

ARTICLE III

Purpose

The purpose for which the organization is organized is exclusively for charitable and education purposes, including the advancement of education, counseling, and healing and to improve quality of life for this community; and including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE IV

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons; except that the 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 Article III hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried:

(a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code; or,

(b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE V

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code, or shall be distributed 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 of by the Superior Court 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 purpose.

ARTICLE VI

There are no members having voting rights.

ARTICLE VII

Initial Registered Agent and Office

The name of the initial registered agent of the corporation is Jeffrey C. Petersen. The address of the initial registered office of the corporation shall be 1073 Allenwhite Drive, Richland, Washington 99352.

ARTICLE VIII

Board of Directors

The names and addresses of the persons who are to serve as the initial directors of the corporation are as follows:

<u>Name</u>	<u>Address</u>
Jeffrey C. Petersen	1073 Allenwhite Drive Richland, WA 99352
John Ittner	<u>2705 Eastwood Ave.</u> <u>Richland, WA 99352</u>

ARTICLE IX

Incorporators

The name and address of the incorporators of the corporation are as follows:

<u>Name</u>	<u>Address</u>
Jeffrey C. Petersen	1073 Allenwhite Drive Richland, WA 99352

John Ittner

2705 Eastwood Ave.
Richland, WA 99352

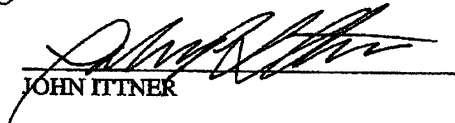
ARTICLE X

The initial number of directors of this corporation shall be two (2). Thereafter, and as determined by the By Laws, the number of directors may be three, five, seven, or nine, as determined by the Board of Directors at any given meeting. Otherwise, the change in the number of directors of this corporation shall be made only by amendment to these Articles of Incorporation.

IN WITNESS WHEREOF, for the purposes of forming this Corporation under the laws of the State of Washington, we, the undersigned, constituting the Incorporators of this Corporation, have executed these Articles of Incorporation this 6th day of February, 2010.



JEFFREY C. PETERSEN



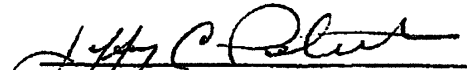
JOHN ITTNER

CONSENT TO SERVE AS REGISTERED AGENT

I, JEFFREY C. PETERSEN hereby consent to serve as Registered Agent, in the State of Washington, for the following corporation, 3 RIVERS BICYCLE COALITION.

I understand that as agent for the corporation, it will be my responsibility to receive 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 changes in the registered office address of the corporation for which I am agent.

DATED this 19th day of February, 2010.


JEFFREY C. PETERSEN
1073 Allenwhite Drive
Richland, WA 99352

CONSENT TO SERVE AS REGISTERED AGENT