



North America
Research Group
nargpaleo.org

**Restated
ARTICLES OF INCORPORATION OF
NORTH AMERICA RESEARCH GROUP
A NON-PROFIT CORPORATION**

Articles of Incorporation of the undersigned desiring to form a non-profit Corporation under the Oregon non-profit Corporation Act, do hereby certify and adopt the following Articles of Incorporation:

ARTICLE I - NAME

1.1 The name of the corporation is North America Research Group, also known as NARG.

1.2 The existing society now being incorporated by the filing of these Articles of Incorporation is North America Research Group, which was formed, organized and created in 2004 by a group of local, professional and amateur paleontologists. Incorporated in 2006, the North America Research Group is organized exclusively for scientific and educational purposes, 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+.

1.3 The type of corporation is Public Benefit.

1.4 The corporation shall have members meaning any person or persons entitled, pursuant to a domestic corporation's articles or bylaws, without regard to what a person is called in the articles or bylaws, to vote on more than one occasion for the election of a director or directors.

ARTICLE II - DURATION

The duration of the Corporation shall be perpetual.

ARTICLE III - PURPOSES

3.1 The Corporation has been organized for the following purposes:

- (1) To promote cooperation between amateur and professional paleontologists and geologists to their mutual benefit, specifically, relating to scientific research and membership education.

- (2) To educate the general public in areas of natural history relating to paleontology and geology and will be accomplished by leading public field trips and presenting exhibits and educational programs;
- (3) To assist in endeavors relating to the preservation and conservation of significant paleontological sites or specimens.

ARTICLE IV - MEMBERS

This corporation shall have voting and non-voting classes of membership.

ARTICLE V - REGISTERED OFFICE AND REGISTERED AGENT

The street address of the registered mailing address is 215 3rd St. Woodburn, Oregon 97071

The name of registered agent at this address is Michael Santino

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Board of Directors shall be as follows:

Bill Sullivan, President
67583 Nehalem Hwy N
Vernonia, OR. 97064

Andrew Bland, Treasurer
13116 NW 6th Avenue
Vancouver, WA. 98685

Mike Santino, Secretary
215 3rd St.
Woodburn, OR. 97071

Aaron Currier, Board Member
P.O. Box 1026
Salem, OR. 97308

Steven Bland, Board Member
17612 Dick Dr.
Oregon City, OR. 97045

The Directors have consented to their appointment

ARTICLE VII.

The name and address of the incorporator(s) are:

NAME: Steven Bland

ADDRESS: 17612 S. Dick Drive, Oregon City, OR 97045

NAME: Andrew Bland

ADDRESS: 13116 NW 6th Avenue, Vancouver, WA 98685

ARTICLE VIII - INTERNAL AFFAIRS

- 8.1 The power to alter, amend or repeal the articles of incorporation or adopt new articles of incorporation shall be vested in the membership.
- 8.2 The existing bylaws of the North America Research Group shall be the bylaws of the Corporation; the power to alter, amend or repeal the bylaws or adopt new bylaws shall be vested in the membership.
- 8.3 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 Third hereof.
- 8.4 Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.
- 8.5 Upon dissolution of the NARG, the assets shall be distributed exclusively to charitable, scientific, literary or educational organizations which would then qualify under the provisions of Section 501 (c) 3 of the Internal Revenue Code and Regulations of the Department of Treasury applicable to such action as they now exist or as they may hereafter be amended.

DECLARATION

The undersigned declare under penalty of perjury that they are the Officers of the North America Research Group, referred to in the proposed Articles of Incorporation to which this Declaration is attached, and that NARG has duly authorized and approved in accordance with its rules and procedures its Incorporation by means of those Articles.

The undersigned hereby declares under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

IN WITNESS THEREOF, the undersigned executed these Articles of Incorporation on this the _____ day of _____, 20_____

Bill Sullivan, President _____ Date _____

Andrew Bland, Treasurer _____ Date _____

Mike Santino, Secretary _____ Date _____

Aaron Currier, Board Member _____ Date _____