

575071-84

**ARTICLES OF INCORPORATION
OF
RENEWABLE NORTHWEST PROJECT**

FILED

MAY 09 1997

**OREGON
SECRETARY OF STATE**

**ARTICLE 1
NAME, DURATION, PURPOSES**

A. The name of the corporation is to be Renewable Northwest Project. The corporation is to be perpetual.

B. This corporation is organized and operated exclusively for exempt purposes within the meaning of Section 501(c)(3) of the Code. Notwithstanding any other provision of these Articles, this corporation shall not carry on any activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (2) by a corporation, contributions to which are deductible under Sections 170(c)(2), 2055(a)(2), 2106(a)(2)(A)(ii), 2522(a)(2), or 2522(b)(2) of the Code.

C. The specific and primary purpose of this corporation is to engage in charitable and educational activities within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future United States internal revenue law (the "Code") including but not limited to programs and projects that directly or indirectly promote energy efficiency and renewable technology, environmental quality, and citizen involvement in energy production decisions.

D. Except as permitted by law, no substantial part of the activities of this corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall this corporation participate in, or intervene in (including the publication or distribution of statements), any political campaign on behalf of or in opposition to any candidate for public office.

**ARTICLE 2
TYPE OF CORPORATION**

The corporation is to be a public benefit corporation.

**ARTICLE 3
REGISTERED AGENT**

The registered agent is J. Rachel Shimshak. The address of the registered agent is 1130 SW Morrison Street, Suite 330, Portland, Oregon, 97205.

**ARTICLE 4
MAILING ADDRESS OF REGISTERED AGENT,
ADDRESS FOR MAILING NOTICES**

1130 SW Morrison Street, Suite 330, Portland, Oregon, 97205.

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**ARTICLE 5
NO LIABILITY**

The personal liability of each member of the Board of Directors and each uncompensated officer of the corporation, for monetary or other damages, for conduct as a director or officer shall be limited or eliminated to the full extent permitted by current or future law.

**ARTICLE 6
MEMBERSHIP**

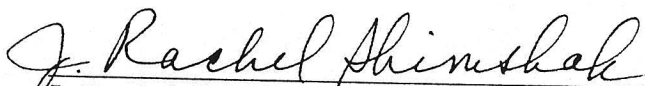
Renewable Northwest Project shall not have voting members.

**ARTICLE 7
DISTRIBUTION OF ASSETS ON DISSOLUTION**

The property of this corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member, if any, of this corporation, or any other private person. Upon the winding up and dissolution of this corporation and after paying or adequately providing for the debts and obligations of this corporation, the remaining assets shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and that has established its tax-exempt status under Section 501(c)(3) of the Code.

**ARTICLE 8
INCORPORATOR**

The incorporator of Renewable Northwest Project is J. Rachel Shimshak, 1130 SW Morrison Street, Suite 330, Portland, Oregon, 97205.



J. Rachel Shimshak, Incorporator
1130 SW Morrison, Suite 330
Portland, Oregon, 97205

5 19 1997
Date

Contact: J. Rachel Shimshak, 503-223-4544