

UBI # 101 1743 026

**ARTICLES OF INCORPORATION
(NONPROFIT CORPORATION)**

FILED
STATE OF WASHINGTON
OCT 04 1996
RALPH MUNRO
SECRETARY OF STATE

1. NAME. The name of this nonprofit Corporation is:

CLEVELAND HIGH SCHOOL ALUMNI ASSOCIATION

2. PURPOSES. This nonprofit Corporation is to be organized under RCW 24.03, the Washington Nonprofit Corporation Act, for any lawful purpose or purposes described therein, including without being limited to, the support and maintenance of the Cleveland Memorial Forest, commonly located on the SE Issaquah-Fall City Road in King County, Washington, and its educational use in forestry, botanical, and environmental studies. In 1944 the students of Cleveland High School of Seattle, Washington did contribute the entire purchase price of such forest in memory of those Cleveland students who gave their lives in support of the United States war effort during World War II. Notwithstanding the above, this nonprofit Corporation shall exercise only such powers as are in furtherance of the exempt purposes of organization set forth in Subsection 501(c) of the United States Internal Revenue Code under which this nonprofit Corporation chooses to qualify for exemption as the same now exists or as it may be amended from time to time.

3. MEMBERSHIP. Any individual who has attended Grover Cleveland Junior or Senior High School shall be entitled to be a member upon applying for membership in such form, paying such fees, and/or complying with such other requirements as the Board of Directors may direct. No part of the income of this nonprofit Corporation is to be distributable to its members, directors, or officer, except that this nonprofit Corporation may pay compensation in a reasonable amount to its members, directors, or officers for services rendered. In the event of dissolution or final liquidation, this nonprofit Corporation may make distributions to its members to the extent permitted by law, and no such payment, benefit, or distribution shall be deemed to be a dividend or a distribution of income.

4. BOARD OF DIRECTORS. *The affairs of this nonprofit Corporation shall be managed by a board of directors, the number and election of which shall be described in the bylaws, except as to the name, address, and number of the initial board of directors set forth below. Except for the initial officers of this nonprofit Corporation set forth below, the members of the Board of Directors shall elect from its members the officers of the Board who shall also act as the officers of this nonprofit Corporation..*

- a. President, Donald Clifford, 3601 69th Avenue West, University Place, WA 98466-5119.
- b. Vice-President, Donald E. Case, 20136 102nd Place SE, Kent, WA 98031.
- c. Secretary, Patricia Clifford, 3601 69th Avenue West, University Place, WA 98466-5119.
- d. Treasurer, Terence L. Wong, P.O. Box 40389, Bellevue, WA 98015-4389.
- e. Pat Matzek Aschraft, 2848 S. 211th Street, SeaTac, WA 98198.
- f. Stanley Ridings, 9722 242nd Place SW, Edmonds, WA 98020.
- g. Edward Boprey, 3608 28th Ave SW, Seattle, WA 98199-1731.
- h. Richard Case, 405 163rd Place SE, Bellevue, WA 98008.

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- i. Elaine Seibert Comerford, 12620 SE 59th Street, Bellevue, WA 98006-3956.
- j. Loretta Scott, 13059 39th Avenue NE, Seattle, WA 98125.
- k. Byron Coney, 1047 Belmont Place E, Seattle, WA 98102.
- l. Scott Case, 2209 27th SE, Puyallup, WA 98374.

5. **LIABILITY OF DIRECTORS.** The personal liability of a director to this nonprofit Corporation or its members shall be eliminated for monetary damages for conduct as a director; PROVIDED, that the liability of a director for acts or omissions that involve intentional misconduct by a director or a knowing violation of law by a director, or for any transaction from which the director will personally receive a benefit in money, property, or services to which the director is not legally entitled. This nonprofit Corporation shall have the power to indemnify or agree to indemnify any director or officer or former director or officer or other persons in the manner and to the extent provided in RCW 23B.08.500 through 23B.600, as now existing or hereafter amended.

6. **REGISTERED OFFICE AND AGENT.** The name of the initial registered agent of this nonprofit Corporation and the address of its initial registered office are as follows:

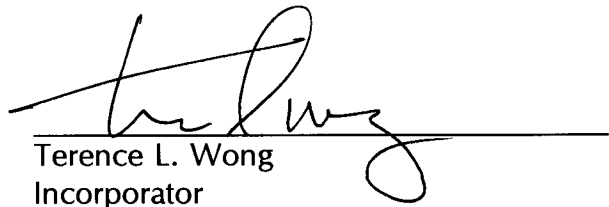
Terence L. Wong
2023 120th Avenue NE, Suite 100
Post Office Box 40389
Bellevue, Washington 98015-4389

7. **INCORPORATOR.** The name and address of the incorporator is as follows:

Terence L. Wong
2023 120th Avenue NE, Suite 100
Post Office Box 40389
Bellevue, Washington 98015-4389

The undersigned person, for the purpose of forming a corporation under the Washington Nonprofit Corporation Act, hereby adopts these Articles of Incorporation for this Corporation.

DATED: September 16, 1996


Terence L. Wong
Incorporator