

**ARTICLES OF INCORPORATION**  
**of the**  
**SHELTON-MASON COUNTY CHAMBER OF COMMERCE FOUNDATION**

We, the undersigned persons, acting as the Incorporators of a Foundation under the provisions of the Washington Nonprofit Foundation Act, adopt the following Articles of In Foundation for such Foundation.

1. Name of the Corporation shall be the Shelton-Mason County Chamber of Commerce Foundation, Inc.
2. This Corporation is a Public Benefit Corporation.
3. The term of existence of the Corporation shall be perpetual.
4. The registered agent for this Corporation shall be Heidi McCutcheon, PO Box 2389, Shelton, Washington, 98584, and the registered office address of the Corporation shall be at 215 W Railroad Ave, Shelton, Washington, 98584.
5. The names and addresses of each incorporator:
  - a. Heidi McCutcheon, 215 W Railroad Ave, Shelton, WA 98584
  - b. Martin Crow, 1826 Olympic Highway N, Shelton, WA 98584
  - c. Wilfred Johnson, 2020 E Pine St, Shelton, WA 98584
  - d. Lisa Perry, 421 S Front St, Shelton, WA 98584
6. The corporation will have no members.
7. This Corporation is organized exclusively for charitable, education, religious, or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. More specifically, the corporation shall have the following purposes:
  - a. To provide financial support for the beautification, educational, and community development activities and programs of the Shelton-Mason County Chamber of Commerce;
  - b. To promote programs, events, and activities that further the quality of life in Mason County and the City of Shelton;
  - c. To promote and develop the economic, civic, cultural, and social welfare of the citizens of Mason County and the City of Shelton through educational programs;
  - d. To conduct beautification and educational programs to encourage the development of small business enterprise in Mason County and the City of Shelton;
  - e. To enhance the educational opportunities offered by school districts and colleges within Mason County and the City of Shelton, with an emphasis on community development and civic leadership;
  - f. To promote the development of tourism in Mason County and the City of Shelton through beautification and educational programs;
  - g. To promote the use of new communication technologies by business, professional, and education communities in Mason County and the City of Shelton
  - h. To promote and further the arts in Mason County and the City of Shelton; and
  - i. To do and perform any and all legal acts permitted nonprofit corporations necessary and/or convenient to accomplish the above stated-purposes.

8. No portion of the monies of the Corporation shall inure to the benefit of, or be distributed to, its members, Directors, or other private persons, except that the Corporation shall be authorized and empowered to make reasonable compensation for services rendered, payments for materials purchased, and other distributions as necessary in the furtherance of the purposes set forth in 7.
9. 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 (including the publishing or distribution of statements) in any political campaign on behalf of any candidate of public office.
10. 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 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions of which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).
11. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, dispose of all the remaining assets in the following manner. Assets shall be distributed to another non-profit group in Mason County that has goals similar to those of this Corporation.
12. The effective date of this document is the date it is filed by the Secretary of State of Washington unless a future date is otherwise indicated.

IN AFFIRMATION THEREOF; this record is hereby executed on 29 day of October, 2019, under penalties of perjury, and is, to the best of my knowledge, true and correct.

Signed by \_\_\_\_\_  
Martin Crow  
1826 Olympic Highway N  
Shelton, WA 98584

Signed by \_\_\_\_\_  
Wilfred Johnson  
202 E Pine St  
Shelton, WA 98584

Signed by \_\_\_\_\_  
Heidi McCutcheon  
215 W Railroad Ave  
Shelton, WA 98584

Signed by \_\_\_\_\_  
Lisa Perry  
421 S Front St  
Shelton, WA 98584

## CONSENT TO APPOINTMENT AS REGISTERED AGENT

I, \_\_\_\_\_, hereby consent to serve as Registered Agent, in the State of Washington, for the Corporation herein named. 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 change in the Registered Office address of the Corporation for which I am agent.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2021.

Signed by \_\_\_\_\_

Witnessed by \_\_\_\_\_