

ARTICLES OF INCORPORATION OF  
COMMUNITY VISION INTERNATIONAL

ARTICLE I

Name and Duration

The exact name of the corporation is COMMUNITY VISION INTERNATIONAL, and its duration shall be perpetual.

ARTICLE II

Registered Office and Agent

The address of the corporation's registered office shall be 5511 SE Hawthorne Boulevard, Portland, Oregon 97215, and the name of its registered agent at such address is Richard J. Reves, who has consented to serve in this capacity.

ARTICLE III

Mailing Address

The mailing address where the Corporation Division may send notices is 5511 SE Hawthorne Boulevard, Portland, Oregon 97215 to the attention of Dr. Richard J. Reves. The stated address is also the principal business address of the corporation.

ARTICLE IV

Membership

The corporation shall have no members.

ARTICLE V

Purposes and Powers

Purpose of the corporation

A. This corporation is organized to enable visionary consultants to train and advise communities (social units) to facilitate socio-cultural transformation, using available resources and transferable technologies, skills and tools.

B. Service area: the corporation serves local communities, in any country, that request its assistance.

Limitations

A. This corporation is organized exclusively for charitable, religious, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to such organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

B. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, 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 of this corporation.

C. Except to the extent otherwise authorized under Section 501(h) of the Internal Revenue Code of 1986, as amended, or any successor statute, no substantial part of the activities

of the corporation shall be the carrying on of propoganda, or otherwise attempting to influence legislation, and the corporation shall not 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. 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, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

D. Subject to the express limitations and restrictions contained in this Article V, this corporation may engage in any lawful activity for which corporations may be organized under Chapter 61 of the Oregon Revised Statutes, or any successor statute.

E. The corporation may receive donations from the general public and may apply to receive donations, grants and similar gifts from private individuals, public organizations and private organizations.

F. The corporation may buy, sell or lease property in order to accomplish its stated purposes.

ARTICLE VI

Board of Directors

A. The business affairs of the corporation shall be managed by a Board of Directors, each member thereof individually referred to as a Director. The Board of Directors shall consist of a minimum of three (3) and a maximum of twelve (12) Directors such exact number to be fixed by resolution of the Directors from time to time. A Director may serve an unlimited number of terms, whether consecutive or not.

B. Directors shall elect members of the Board of Directors at the annual meeting of the corporation by the affirmative vote of a majority of the Directors.

C. Each Director shall be elected for a term of two (2) years commencing on the date of his or her election and continuing until such time as a successor shall be elected and qualified.

D. Any vacancy occurring on the Board of Directors due to death, removal or resignation of a Director may be filled by the affirmative vote of a majority of the Directors at any meeting of the Board of Directors. A Director so elected shall serve for the unexpired portion of the term of his or her predecessor in office.

E. Upon election to the Board of Directors, each Director automatically and without further action shall assume his or her office as a Director of this corporation.

ARTICLE VII

Name and Address of Each Director

Each Director named below has consented to this appointment.

Dr. Galen J. Currah, 2148 S.E. 113th Ave., Portland, OR 97216

Mr. Jorge A. Osorio, 20841 S.E. Burnside Ct., Gresham, OR 97030

Dr. Richard J. Reves, 5151 Firwood Ct., West Linn, OR 97068

ARTICLE VIII

Dissolution

A. This corporation may be dissolved or liquidated by an affirmative vote of two-thirds (2/3) of the Directors present at a meeting held for the particular purpose of dissolving or liquidating the corporation.

B. 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 the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose. Such assets shall be so disposed of by the Board of Directors, after paying or making provision for the payment of all of the liabilities of the corporation. Any such assets not so disposed of by the court of the appropriate jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, as that court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IX

Amendment

These Articles of Incorporation may be amended by the affirmative vote of two-thirds (2/3) of the number of Directors present at a meeting held for the particular purpose of amending the Articles.

ARTICLE X

Name and Address of the Incorporator

Dr. Richard J. Reves, 5511 SE Hawthorne Blvd., Portland, OR 97215

Execution: July 24, 2001

Printed Name: Richard J. Reves

Title: President

Signature:

Person to contact about this filing:

Name: Richard J. Reves

Daytime phone number: 909/471.2382