



Secretary of State
Corporation Division
255 Capitol Street NE, Suite 151
Salem, OR 97310-1327

Phone:(503)986-2200
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www.filinginoregon.com

Registry Number: 523539-93
Type: DOMESTIC NONPROFIT CORPORATION

Next Renewal Date: 06/11/2011

ROGUE VALLEY VETERINARY MEDICAL ...
PO BOX 10008
EUGENE OR 97440

Acknowledgment Letter

The document you submitted was recorded as shown below. Please review and verify the information listed for accuracy.

If you have any questions regarding this acknowledgement, contact the Secretary of State, Corporation Division at (503)986-2200. Please refer to the registration number listed above. A copy of the filed documentation may be ordered for a fee of \$5.00. Submit your request to the address listed above or call (503)986-2317 with your Visa or MasterCard number.

Document

RESTATED ARTICLES

Filed On

12/02/2010

Jurisdiction

OREGON

Nonprofit Type

PUBLIC BENEFIT WITH
MEMBERS

Name

ROGUE VALLEY VETERINARY MEDICAL ASSOCIATION

Principal Place of Business

356 FIELDER CREEK RD
ROGUE RIVER OR 97537

Registered Agent

DAVID ATKIN
590 W 13TH AVE
EUGENE OR 97401

Mailing Address

PO BOX 10008
EUGENE OR 97440

President

ROB LANDON
1333 PLAZA BLVD
CENTRAL POINT OR 97502

Secretary

KELLY PETTINGER
902 E JACKSON
MEDFORD OR 97504

CONFIRMATION COPY



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Fax: (503) 378-4381

Secretary of State
Corporation Division
255 Capitol St. NE, Suite 151
Salem, OR 97310-1327
FilingInOregon.com

Restated Articles of Incorporation—Business/Professional/Nonprofit

Check the appropriate box below:

- BUSINESS/PROFESSIONAL CORPORATION
NONPROFIT CORPORATION

FILED
DEC 02 2010
OREGON SECRETARY OF STATE

REGISTRY NUMBER: 523539-93

In accordance with Oregon Revised Statute 192.410-192.490, the information on this application is public record. We must release this information to all parties upon request and it will be posted on our website.

For office use only

Please Type or Print Legibly in Black Ink. Attach Additional Sheet if Necessary.

- 1) NAME OF CORPORATION PRIOR TO AMENDMENT Rogue Valley Veterinary Medical Association
2) NEW NAME OF THE CORPORATION (if changed)
3) A COPY OF THE RESTATED ARTICLES MUST BE ATTACHED

BUSINESS/PROFESSIONAL CORPORATION ONLY

4) CHECK THE APPROPRIATE STATEMENT

The restated articles contain amendments which do not require shareholder approval. The date of the adoption of the amendments and restated articles was. These amendments were duly adopted by the board of directors.

The restated articles contain amendments which require shareholder approval. The date of the adoption of the amendments and restated articles was. The vote of the shareholders was as follows:

Table with 5 columns: Class or series of shares, Number of shares outstanding, Number of votes entitled to be cast, Number of votes cast FOR, Number of votes cast AGAINST.

The corporation has not issued any shares of stock. Shareholder action was not required to adopt the restated articles. The restated articles were adopted by the incorporators or by the board of directors.

NONPROFIT CORPORATION ONLY

5) CHECK THE APPROPRIATE STATEMENT

The restated articles contain amendments which do not require membership approval. The date of the adoption of the amendments and restated articles was 11/2/10. These amendments were duly adopted by the board of directors.

The restated articles contain amendments which require membership approval. The date of the adoption of the amendments and restated articles was. The vote of the members was as follows:

Table with 5 columns: Class(es) entitled to vote, Number of members entitled to vote, Number of votes entitled to be cast, Number of votes cast FOR, Number of votes cast AGAINST.

6) EXECUTION Signatures

Handwritten signature of Robert Landon

Printed Name

Robert Landon

Title

President

7) CONTACT NAME (To resolve questions with this filing.)

David Atkin

DAYTIME PHONE NUMBER (Include area code.)

541-342-6336

FEES

Required Processing Fee \$50
Confirmation Copy (Optional) \$5
Processing Fees are nonrefundable.

ROGUE VALLEY VETERINARY MEDICAL



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RSTART

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NONPROFIT RESTATED
ARTICLES OF INCORPORATION
OF
ROGUE VALLEY VETERINARY
MEDICAL ASSOCIATION

The following Restated Articles of Incorporation supersede the existing Articles of Incorporation and all amendments thereto.

ARTICLE I
NAME AND DURATION

The name of the corporation is Rogue Valley Veterinary Medical Association. Its duration is perpetual.

ARTICLE II
TYPE OF CORPORATION

This corporation is a public benefit nonprofit corporation.

ARTICLE III
REGISTERED AGENT AND ADDRESS OF REGISTERED AGENT

The new Registered Agent of the corporation is David E. Atkin, Attorney. The new Registered Agent has consented to this appointment. The address and location of the Registered Agent is 590 W. 13th Avenue, Eugene, OR 97401. This is the address for the service of legal process and papers.

ARTICLE IV
MAILING ADDRESS

The mailing address of the Registered Agent is Nonprofit Support Services, P.O. Box 10008, Eugene, Oregon 97440. This is the address to which official notices should be mailed.

ARTICLE V
VOTING MEMBERS

Rogue Valley Veterinary Medical Association does have voting members as defined in Chapter 65 of the Oregon Revised Statutes. Voting members will be selected as stated in the bylaws.

ARTICLE VI
PURPOSE AND POWERS

This corporation is organized exclusively for charitable and educational purposes within the meaning of §501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue law).

The corporation will have all the following powers:

- A. To conduct its business, carry on its operations, and have offices and exercise all of the powers granted by Oregon Law.
- B. To make and alter bylaws, not inconsistent with its Articles of Incorporation or with the laws of this state, for the administration and regulation of the affairs of the corporation.
- C. To receive and allocate contributions, within the discretion of the board of directors, to any organization organized and operated exclusively for charitable or educational purposes within the meaning of §501(c)(3) of the Internal Revenue Code.

ARTICLE VII
RESTRICTION ON ACTIVITIES

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 §501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future federal tax code, or (b) by a corporation, contributions to which are deductible under §170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE VIII
NO PRIVATE BENEFIT

The property of this corporation is irrevocably dedicated to § 501(c)(3) exempt purposes. No part of the net income or assets of the corporation shall inure to the benefit of, or be distributed to its members, trustees, directors, officers, or other private persons,

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 these Articles of Incorporation.

ARTICLE IX LIMITS ON INFLUENCING OF LEGISLATION OR POLITICAL CAMPAIGNS

Notwithstanding any other provision of these Articles of Incorporation, no substantial part of the activities of the corporation shall include the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE X DISSOLUTION

Upon the dissolution and winding up of the corporation, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed by the Board of Directors to a nonprofit fund, foundation, association, or corporation organized and operated exclusively for the purposes specified in § 501(c)(3) of the Internal Revenue Code and which has established its tax-exempt status under that section. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XI INDEMNIFICATION

The corporation will indemnify its directors and officers to the fullest extent allowed by current or future Oregon law or federal law, provided, that in the event of a settlement, the Board of Directors must approve the settlement in advance.

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 eliminated to the fullest extent permitted by current or future Oregon law or federal law.

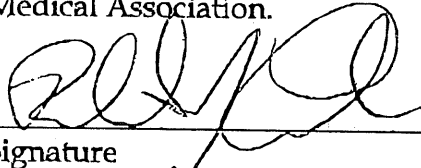
523539-93

ARTICLE XII
AMENDMENTS TO THE ARTICLES OF INCORPORATION

The requirements for amending the Articles of Incorporation shall be those stated in the bylaws.

EXECUTION:

I, the undersigned officer of the corporation, hereby certify under penalty of perjury that I have examined these Restated Articles of Incorporation and that they are the full and complete Restated Articles of Incorporation of Rogue Valley Veterinary Medical Association.

	11/2/10
Signature	Date
Robert J. Leach President	
Name and Title (print)	