



**STATE OF WASHINGTON
SECRETARY OF STATE**

**ARTICLES OF AMENDMENT
WASHINGTON
NONPROFIT CORPORATION**

(Per Chapter 24.03 RCW)

FEE: \$20

**EXPEDITED (24-HOUR) SERVICE AVAILABLE - \$20 PER ENTITY
INCLUDE FEE AND WRITE "EXPEDITE" IN BOLD LETTERS
ON OUTSIDE OF ENVELOPE**

- Please PRINT or TYPE in black ink
- Sign, date and return original AND ONE COPY to:

CORPORATIONS DIVISION
801 CAPITOL WAY SOUTH - PO BOX 40234
OLYMPIA, WA 98504-0234

FILED
SECRETARY OF STATE
SAM REED
JULY 3, 2006
STATE OF WASHINGTON

FOR OFFICE USE ONLY

FILED: / /

- BE SURE TO INCLUDE FILING FEE. Checks should be made payable to "Secretary of State"

07/03/2006 873782
\$40.00 Check #0141
Tracking ID:
1131104
Doc No: 873782-001

IMPORTANT! Person to contact about this filing MARY HOFFMAN	Daytime Phone Number (with area code) 425-427-0939
---	--

AMENDMENT TO ARTICLES OF INCORPORATION

NAME OF CORPORATION (As currently recorded with the Office of the Secretary of State) COFFIN-LOWRY SYNDROME FOUNDATION		
UBI NUMBER 602-528-703	CORPORATION NUMBER (if known)	AMENDMENTS TO ARTICLES OF INCORPORATION WERE ADOPTED ON Date: 8-9-2005
EFFECTIVE DATE OF ARTICLES OF AMENDMENT (Specified effective date may be up to 30 days AFTER receipt of the document by the Secretary of State) <input type="checkbox"/> Specific Date: _____ <input checked="" type="checkbox"/> Upon filing by the Secretary of State		
ADOPTION OF THE ARTICLES OF AMENDMENT (Please check ONE of the following) <input type="checkbox"/> The amendment was adopted by a meeting of members held on (specify date): _____. A quorum was present at the meeting and the amendment received at least two-thirds of the votes which members present or represented by proxy were entitled to cast. <input checked="" type="checkbox"/> The amendment was adopted by a consent in writing and signed by all members entitled to vote. <input type="checkbox"/> There are no members that have voting rights. The amendment received a majority vote of the directors at a board meeting held on (specify date): _____.		

AMENDMENTS TO THE ARTICLES OF INCORPORATION ARE AS FOLLOWS
If necessary, attach additional amendments or information.

see enclosed

SIGNATURE OF OFFICER This document is hereby executed under penalties of perjury, and is, to the best of my knowledge, true and correct.		
<i>Mary Hoffman</i> Signature of Officer	MARY HOFFMAN Printed Name	6-29-06 Date

FOR OFFICE USE ONLY

~~ARTICLES OF INCORPORATION~~

OF

Coffin-Lowry Syndrome Foundation

officer

The undersigned, acting as an ~~incorporator~~ under the Washington Nonprofit Corporation Act (Revised Code of Washington 24.03) hereby adopts and executes the following Articles of Amendment

ARTICLE I

Name

The name of this corporation is Coffin-Lowry Syndrome Foundation.

ARTICLE II

Duration

The period of duration of this corporation shall be perpetual.

ARTICLE III

Purposes

The purposes for which this corporation, a nonprofit charitable organization, is formed are:

- 1. To provide information and support for families, caregivers, relatives, educators, and medical professionals affected by or working with individuals with Coffin-Lowry syndrome.
- 2. To engage in any other lawful activity which may hereafter be authorized from time to time by the Board of Directors; provided, however, that the purposes for which the corporation is formed shall at all times be consistent with Section 501©(3) of the Internal Revenue Code of 1986, as it now exists or as hereafter amended (the "Code"), including within such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501©(3) of the Code.

ARTICLE IV

Powers

This corporation shall have the power to do all lawful acts or things necessary, appropriate or desirable to carry out and in furtherance of its purposes described in Article III which are consistent with the Washington Nonprofit Corporation Act and Section 501©(3) of the Code.

ARTICLE V

Influence Legislation

No substantial part of the activities of this corporation shall be devoted to attempting to influence legislation by propaganda or otherwise, and the corporation shall not participate in, or intervene in (including the publication or distribution of statements with respect to) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE VI

Registered Office

current

The address of the ~~initial~~ registered office of this corporation is 3045 255th Ave SE, Sammamish, WA 98075 and the name of its initial registered agent at such address is Mary Hoffman. The written consent of such person to serve as registered agent is attached hereto.

ARTICLE VII

Board of Directors

The management of this corporation shall be vested in a Board of Directors. The number of directors, and the method of selecting directors, shall be fixed by the Bylaws of this corporation; provided, that the ~~initial~~ directors shall be five (5) in number and their names and addresses are:

current

1. Mary Hoffman, 3045 255th Ave SE, Sammamish, WA 98075
2. Stephan Illa, 6790 NE Day Road W, Bainbridge Island, WA 98110
3. Joanne Bryce, 3330 NE 10th Place, Renton, WA 98056
4. Ed Bryce, 3330 NE 10th Place, Renton, WA 98056
5. David Kemp, 16002 NE 105th Court, Redmond, WA 98052

The initial directors shall serve until the first organizational meeting of the Board of Directors and until their successors are appointed and qualified.

ARTICLE VIII

Bylaws

The Board of Directors is authorized to make, alter, amend, or repeal the Bylaws of this corporation.

ARTICLE IX

Limitations

This corporation shall have no capital stock and no part of the net earnings of this corporation shall inure in whole or in part to the benefit of, or be distributable to, any officer, director, or other individual having a personal or private interest in the activities of the corporation, or to any person or organization other than an organization which is exempt from federal income taxation under Sections 501(a) and 501(c)(3) of the Code, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered, to make reimbursement for reasonable expenses incurred in its behalf, and to make payments and distributions in furtherance of the purposes stated in Article III.

ARTICLE X

Transactions Involving Directors

- 1. No contracts or other transactions between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any director of this corporation is pecuniarily or otherwise interested in, or is a trustee, director, or officer of, such other corporation.
- 2. Any director, individually, or any firm of which any trustee may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contracts or transactions of the corporation; provided, that the fact that such director or such firm is so interested shall be disclosed to or shall have been known by the Board of Directors or a majority thereof.

ARTICLE XI

Distributions upon Dissolution

Upon any dissolution of this corporation under provisions of the laws of the State of Washington for nonprofit corporations, all of its assets remaining after payment of creditors shall be distributed to one or more organizations selected by the Board of Directors which are qualified as exempt from taxation under the provisions of Sections 501(a) and 501(c)(3) of the Code, or any successor statutes, and which further the purposes set forth in Article III. In no event shall any of the corporation's assets be distributed to the officers, directors, or members of the corporation.

ARTICLE XII

Private Foundation

If this corporation becomes a private foundation within the meaning of Section 509 of the Code, as long as its private foundation status continues, the following provisions shall apply in the management of its affairs:

- 1. Each year the corporation shall distribute the income of the corporation, for the purposes specified in Article III, at such time and in amounts at least sufficient to avoid liability for the tax imposed by Section 4942 of the Code;
- 2. The corporation shall not engage in any act of "self-dealing" (as defined in Section 4941(d) of the Code) which would give rise to any liability for the tax imposed by Section 4941(a) of the Code;
- 3. The corporation shall not sell, exchange, distribute, or otherwise dispose of any "excess business holdings" (as defined in Section 4945(c) of the Code) which would give rise to any liability for the tax imposed by Section 4943(a) of the Code;
- 4. The corporation shall not make any investments which would jeopardize the carrying out of any of its exempt purposes (within the meaning of Section 4944 of the Code) and which would, therefore, give rise to any liability for the tax imposed by Section 4945(a) of the Code.
- 5. The corporation shall not make any "taxable expenditures" (as defined in Section 4945(d) of the Code) which would give rise to any liability for the tax imposed by Section 4945(a) of the Code.

ARTICLE XIII

Amendments

This corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation by the affirmative vote of a majority of the directors present at a meeting of the Board of Directors.

ARTICLE XIV

No Members

The corporation shall have no members.

ARTICLE XV

Incorporator

The name and address of the incorporator are:

Name Address

Mary Hoffman, 3045 255th Ave SE, Sammamish, WA 98075

Dated: August 9, 2005



Mary Hoffman

Incorporator

CONSENT TO APPOINTMENT OF REGISTERED AGENT

I, Mary Hoffman, hereby consent to serve as registered agent, in the State of Washington, for the Coffin-Lowry Syndrome Foundation. I understand that as agent for the corporation, it will be my responsibility to accept service of process in the name of the corporation; to forward all mail and license renewals to the appropriate officer of the corporation; and to immediately notify the Office of the Secretary of State of my resignation or of any changes in the address of the registered office of the corporation for which I am agent.

Dated: August 9, 2005

_____

Mary Hoffman

Registered Agent

Coffin-Lowry Syndrome Foundation

3045 255th Avenue S.E.
Sammamish, WA 98075
Voice: 425-427-0939
Email: cisfoundation@yahoo.com
Web site: <http://clsf.info>

June 29, 2006

Secretary of State
Corporations Division
P.O. Box 40234
Olympia, WA 98504

Re: Coffin-Lowry Syndrome Foundation: UBI 602-528-703

This corporation was begun on August 9, 2005. As I recall, I filled out an online form at that time with the bare-bones Articles of Incorporation (2 pages total). I then fleshed out those articles but apparently the revised articles never got filed with your office. I am enclosing a copy of the revised articles. I am requesting that you accept this amendment/restatement of the Articles of Incorporation, and please send me a copy indicating that they have been filed with the state so that I can forward it on to the Department of the Treasury of the Internal Revenue Service - they need an up-to-date copy of the updated articles stamped as having been filed with the state as part of my tax-exempt status application.

I have enclosed a check for \$40 - \$20 for the Amendment and \$20 for the Restatement.

Thank you for your prompt attention to this matter.

Sincerely,

Mary C. Hoffman
Chairperson



**STATE OF WASHINGTON
SECRETARY OF STATE**

**ARTICLES OF AMENDMENT
WASHINGTON
NONPROFIT CORPORATION**

(Per Chapter 24.03 RCW)

FEE: \$20

**EXPEDITED (24-HOUR) SERVICE AVAILABLE - \$20 PER ENTITY
INCLUDE FEE AND WRITE "EXPEDITE" IN BOLD LETTERS
ON OUTSIDE OF ENVELOPE**

- Please PRINT or TYPE in black ink
- Sign, date and return original AND ONE COPY to:

CORPORATIONS DIVISION
801 CAPITOL WAY SOUTH • PO BOX 40234
OLYMPIA, WA 98504-0234

- BE SURE TO INCLUDE FILING FEE. Checks should be made payable to "Secretary of State"

FOR OFFICE USE ONLY

FILED: / /

IMPORTANT! Person to contact about this filing <i>MARY HOFFMAN</i>	Daytime Phone Number (with area code) <i>425-427-0939</i>
--	--

AMENDMENT TO ARTICLES OF INCORPORATION

NAME OF CORPORATION <i>(As currently recorded with the Office of the Secretary of State)</i> <i>COFFIN-LOWRY SYNDROME FOUNDATION</i>		
UBI NUMBER <i>602-528-703</i>	CORPORATION NUMBER <i>(if known)</i>	AMENDMENTS TO ARTICLES OF INCORPORATION WERE ADOPTED ON Date: <i>8-9-2005</i>
EFFECTIVE DATE OF ARTICLES OF AMENDMENT <input type="checkbox"/> Specific Date: _____ <input checked="" type="checkbox"/> Upon filing by the Secretary of State		
ADOPTION OF THE ARTICLES OF AMENDMENT <i>(Please check ONE of the following)</i>		
<input type="checkbox"/> The amendment was adopted by a meeting of members held on <i>(specify date):</i> _____ . A quorum was present at the meeting and the amendment received at least two-thirds of the votes which members present or represented by proxy were entitled to cast.		
<input checked="" type="checkbox"/> The amendment was adopted by a consent in writing and signed by all members entitled to vote.		
<input type="checkbox"/> There are no members that have voting rights. The amendment received a majority vote of the directors at a board meeting held on <i>(specify date):</i> _____ .		

AMENDMENTS TO THE ARTICLES OF INCORPORATION ARE AS FOLLOWS
If necessary, attach additional amendments or information.

see enclosed

SIGNATURE OF OFFICER <i>This document is hereby executed under penalties of perjury, and is, to the best of my knowledge, true and correct.</i>		
<i>Mary Hoffman</i> Signature of Officer	<i>MARY HOFFMAN</i> Printed Name	<i>6-29-06</i> Date

FOR OFFICE USE ONLY

ARTICLES OF INCORPORATION
OF
Coffin-Lowry Syndrome Foundation

The undersigned, acting as an incorporator under the Washington Nonprofit Corporation Act (Revised Code of Washington 24.03) hereby adopts and executes the following Articles of Incorporation.

ARTICLE I

Name

The name of this corporation is Coffin-Lowry Syndrome Foundation.

ARTICLE II

Duration

The period of duration of this corporation shall be perpetual.

ARTICLE III

Purposes

The purposes for which this corporation, a nonprofit charitable organization, is formed are:

- 1. To provide information and support for families, caregivers, relatives, educators, and medical professionals affected by or working with individuals with Coffin-Lowry syndrome.
- 2. To engage in any other lawful activity which may hereafter be authorized from time to time by the Board of Directors; provided, however, that the purposes for which the corporation is formed shall at all times be consistent with Section 501©(3) of the Internal Revenue Code of 1986, as it now exists or as hereafter amended (the "Code"), including within such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501©(3) of the Code.

ARTICLE IV

Powers

This corporation shall have the power to do all lawful acts or things necessary, appropriate or desirable to carry out and in furtherance of its purposes described in Article III which are consistent with the Washington Nonprofit Corporation Act and Section 501©(3) of the Code.

ARTICLE V

Influence Legislation

No substantial part of the activities of this corporation shall be devoted to attempting to influence legislation by propaganda or otherwise, and the corporation shall not participate in, or intervene in (including the publication or distribution of statements with respect to) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE VI

Registered Office

The address of the initial registered office of this corporation is 3045 255th Ave SE, Sammamish, WA 98075 and the name of its initial registered agent at such address is Mary Hoffman. The written consent of such person to serve as registered agent is attached hereto.

ARTICLE VII

Board of Directors

The management of this corporation shall be vested in a Board of Directors. The number of directors, and the method of selecting directors, shall be fixed by the Bylaws of this corporation; provided, that the initial directors shall be five (5) in number and their names and addresses are:

1. Mary Hoffman, 3045 255th Ave SE, Sammamish, WA 98075
2. Stephan Illa, 6790 NE Day Road W, Bainbridge Island, WA 98110
3. Joanne Bryce, 3330 NE 10th Place, Renton, WA 98056
4. Ed Bryce, 3330 NE 10th Place, Renton, WA 98056
5. David Kemp, 16002 NE 105th Court, Redmond, WA 98052

The initial directors shall serve until the first organizational meeting of the Board of Directors and until their successors are appointed and qualified.

ARTICLE VIII

Bylaws

The Board of Directors is authorized to make, alter, amend, or repeal the Bylaws of this corporation.

ARTICLE IX

Limitations

This corporation shall have no capital stock and no part of the net earnings of this corporation shall inure in whole or in part to the benefit of, or be distributable to, any officer, director, or other individual having a personal or private interest in the activities of the corporation, or to any person or organization other than an organization which is exempt from federal income taxation under Sections 501(a) and 501©(3) of the Code, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered, to make reimbursement for reasonable expenses incurred in its behalf, and to make payments and distributions in furtherance of the purposes stated in Article III.

ARTICLE X

Transactions Involving Directors

- 1. No contracts or other transactions between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any director of this corporation is pecuniarily or otherwise interested in, or is a trustee, director, or officer of, such other corporation.
- 2. Any director, individually, or any firm of which any trustee may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contracts or transactions of the corporation; provided, that the fact that such director or such firm is so interested shall be disclosed to or shall have been known by the Board of Directors or a majority thereof.

ARTICLE XI

Distributions upon Dissolution

Upon any dissolution of this corporation under provisions of the laws of the State of Washington for nonprofit corporations, all of its assets remaining after payment of creditors shall be distributed to one or more organizations selected by the Board of Directors which are qualified as exempt from taxation under the provisions of Sections 501(a) and 501©(3) of the Code, or any successor statutes, and which further the purposes set forth in Article III. In no event shall any of the corporation's assets be distributed to the officers, directors, or members of the corporation.

ARTICLE XII

Private Foundation

If this corporation becomes a private foundation within the meaning of Section 509 of the Code, as long as its private foundation status continues, the following provisions shall apply in the management of its affairs:

- 1. Each year the corporation shall distribute the income of the corporation, for the purposes specified in Article III, at such time and in amounts at least sufficient to avoid liability for the tax imposed by Section 4942 of the Code;
- 2. The corporation shall not engage in any act of "self-dealing" (as defined in Section 4941(d) of the Code) which would give rise to any liability for the tax imposed by Section 4941(a) of the Code;
- 3. The corporation shall not sell, exchange, distribute, or otherwise dispose of any "excess business holdings" (as defined in Section 4945© of the Code) which would give rise to any liability for the tax imposed by Section 4943(a) of the Code;
- 4. The corporation shall not make any investments which would jeopardize the carrying out of any of its exempt purposes (within the meaning of Section 4944 of the Code) and which would, therefore, give rise to any liability for the tax imposed by Section 4945(a) of the Code.
- 5. The corporation shall not make any "taxable expenditures" (as defined in Section 4945(d) of the Code) which would give rise to any liability for the tax imposed by Section 4945(a) of the Code.

ARTICLE XIII

Amendments

This corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation by the affirmative vote of a majority of the directors present at a meeting of the Board of Directors.

ARTICLE XIV

No Members

The corporation shall have no members.

ARTICLE XV

Incorporator

The name and address of the incorporator are:

Name Address

Mary Hoffman, 3045 255th Ave SE, Sammamish, WA 98075

Dated: August 9, 2005




Mary Hoffman

Incorporator

CONSENT TO APPOINTMENT OF REGISTERED AGENT

I, Mary Hoffman, hereby consent to serve as registered agent, in the State of Washington, for the Coffin-Lowry Syndrome Foundation. I understand that as agent for the corporation, it will be my responsibility to accept service of process in the name of the corporation; to forward all mail and license renewals to the appropriate officer of the corporation; and to immediately notify the Office of the Secretary of State of my resignation or of any changes in the address of the registered office of the corporation for which I am agent.

Dated: August 9, 2005

_____

Mary Hoffman

Registered Agent