

**ARTICLES OF INCORPORATION
OF
SOURCES NETWORKING**

We, the undersigned natural person[s] of the age of 18 years or more, acting as incorporators of a non-profit corporation under the laws of OREGON, adopt the following Articles of Incorporation:

Article 1: Name

The name of the nonprofit corporation is SOURCES NETWORKING.

Article 2: Period of Duration

The period of duration is perpetual.

Article 3: Purpose

This corporation is organized and shall be operated exclusively as a business league, within the meaning of Section 501(c)(6) of the Internal Revenue Code of 1986, as amended (or corresponding provisions of any subsequent federal tax laws).

Article 4: Members

The corporation shall have members. Members shall have the right to vote as set forth in the Bylaws.

Article 5: Assets and Earnings

No part of the assets or 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 actually rendered and to make payments and distributions in furtherance of the purposes and objects set forth in Article Three (3) hereof.

Article 6: Board of Directors

The regulation of the internal affairs of the corporation shall be carried on through its Board of Directors and prescribed according to its Bylaws; the manner of their election or appointment, other than the initial Board of Directors provided for herein, shall be provided in the Bylaws. In furtherance and not in limitation of the powers conferred by statute, the corporation is expressly authorized to carry on its business and to hold annual or special meetings of its Board of Directors in any country or in any of the states, territories or possessions of the United States, or the District of Columbia.

Article 7: Indemnification

The private property of the incorporators, directors, and officers shall not be subject to the payment of corporate debts to any extent whatever. The corporation shall indemnify incorporators, directors, and officers for acts carried out in furtherance of official duties to the fullest extent allowable by law.

Article 8: Exempt Activities Limitation

Notwithstanding any other provision of these Articles, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(6) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Article 9: Distribution upon Dissolution

Upon dissolution of the corporation, all of its assets and property of every nature and description remaining after the payment of all liabilities and obligations of the corporation (but not including assets held by the corporation upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution) shall be paid over and transferred to one or more organizations which engage in activities substantially similar to those of the corporation and which are then qualified for exemption from federal income taxes as organizations described in Section 501(c)(3) or Section 501(c)(6) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Article 10: Amendments

The corporation reserves the right to amend, change or repeal any provision contained in these Articles of Incorporation or to merge or consolidate this corporation with any other nonprofit corporation in the manner now or hereafter prescribed by statute, provided, however, that any such action shall be calculated exclusively to carry out the objects and purposes for which the corporation is formed, and all rights herein conferred or granted shall be subject to this reservation.

Article 11: Address

The address, including the street and number, of the initial registered office of the corporation is 833 NE Hwy 99W, Suite C, McMinnville, OR 97128.

Article 12: Agent

The name of its initial registered agent of the corporation is Kevin S. Gebhart.

Article 13: Initial Board of Directors

The number of directors constituting the initial Board of Directors is 6, but the number of directors may be increased or decreased in the manner set forth in the Bylaws, provided that the number shall not be less than three. The names and addresses, including street and number, of the persons who are to serve as the initial directors until their successors be elected and qualified are:

NAME	ADDRESS
(1) Lori Reid	11160 NW Shelton Rd., Carlton, OR 97111
(2) Angelica Couch	2701 NW Bunn Rd., McMinnville, OR 97128
(3) Chelsea Stude	115 Hazelnut Dr., Newberg, OR 97132

(4) Matt Huegli 327 NE 28th Pl., McMinnville, OR 97128

(5) Mary Martin Miller P.O. Box 1076 Newberg, OR 97132

Article 14: Incorporators

The name and address, including street and number, of each incorporator is:

NAME


ADDRESS

(1) Heidi Moore 7501 SE Eola Hills Rd, Amity, OR 97101

(2) Mark Prine 675 East First St, Yamhill, OR 97148

(3) Kevin Gebhart 833 NE Hwy 99W, Suite C, McMinnville, OR 97128

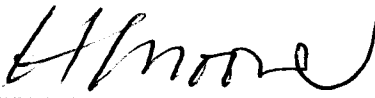
IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation as of this ____ day of November, 2015.



Mark Prine



Kevin Gebhart



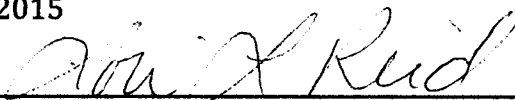
Heidi Moore

**Sources Networking
Board Resolution No. 2015-005**

THE BOARD OF DIRECTORS OF SOURCES NETWORKING RESOLVES
AS FOLLOWS:

1. The Board of Directors re-approves and ratifies the bylaws of Sources Networking, attached as exhibit A
2. The attached Bylaws constitute a true and complete copy of the bylaws adopted at the organizational meeting.
3. The Vice-President shall place a true and correct copy of the bylaws in the corporate records.

Resolved this 12th day of November, 2015



Lori Reid, Vice-President of the Board