



STATE OF WASHINGTON  
SECRETARY OF STATE



AND

**Washington Nonprofit Corporation**  
See attached detailed instructions

- Standard Filing Fee \$20.00
- Filing Fee with Expedited Service \$40.00

This Box For Office Use Only

12/07/09 1631165-001  
\$20.00 K #3671  
id: 1807798

FILED  
SECRETARY OF STATE  
SAM REED  
  
12/07/09  
  
STATE OF WASHINGTON

UBI Number: 602-910-524

**ARTICLES OF AMENDMENT**  
Chapter 24.03 RCW

**SECTION 1**

**NAME OF CORPORATION:** (as currently recorded with the Office of the Secretary of State)

Pacific Northwest Railroad Archive

**SECTION 2**

**ARTICLES OF AMENDMENT WERE ADOPTED BY:** (please check and complete one of the following)

- The amendment was adopted by a meeting of members held: (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.
- The amendment was adopted by a consent in writing and signed by all members entitled to vote.
- There are no members that have voting rights. The amendment received a majority vote of the directors at a board meeting held: (Date) \_\_\_\_\_

**SECTION 3**

**AMENDMENTS TO ARTICLES ON FILE:** (if necessary, attach additional information)

See attached sheet

**SECTION 4**

**EFFECTIVE DATE OF ARTICLES OF AMENDMENT:** (please check one of the following)

- Upon filing by the Secretary of State
- Specific Date: \_\_\_\_\_ (Specified effective date must be within 30 days AFTER the Articles of Amendment have been filed by the Office of the Secretary of State)

**SECTION 5**

**SIGNATURE OF OFFICER:** (see instructions page)

*This document is hereby executed under penalties of perjury, and is, to the best of my knowledge, true and correct.*

X Gary L. Tarbox Gary L. Tarbox, President 12-3-2009 206-860-1221  
Signature Printed Name and Title of Officer Date Phone

# PNRA Amended Articles of Incorporation

The original Articles of Incorporation were filed under the Non-Profit Corporation Law of Washington State and were certified on 3/25/2009. The foregoing is the first amendment to the Articles filed with Washington State.

**Section 1: Name.** The name of the Corporation is: **Pacific Northwest Railroad Archive (PNRA or Archive).**

**Section 2: Location.** The principal office of the Corporation is to be located in the City of Seattle, in King County.

**Section 3: Purposes.** Railroads are a major part of Pacific Northwest heritage and helped shape the region; its towns, communications and its economic life. Today they continue to play a central role in the emergence of the Pacific Northwest as a significant region of the United States, but their significance is not apparent to the public in general. Fostering public awareness of the influence and history of railroads is the mission of the nonprofit Railroad History Organizations (RHOs). This is particularly important to the future of the RHOs associated to the major railroads of the Pacific Northwest region of the United States who lack places to preserve the photos, drawings, documents and small artifacts which contain important elements of the histories of their railroads.

The purpose of PNRA is to provide affordable space and services making the RHOs' railroad history collections easily accessible to the general public. This will promote the use of the collection materials, strengthen the RHOs and help them continue their missions to preserve the histories for current and future generations.

PNRA is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to 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.

**Section 4: Directors.** The persons who are the initial directors of PNRA are as follows:

Name	Address
Gary L. Tarbox	2599 East Madison Street, Seattle, WA 98112
William C. Sornsin	5465 43rd Avenue West, Seattle, WA 98199
Walter W. Ainsworth	P.O. Box 982, Port Orchard, WA 98366

**Section 5: Restrictions on Income and Activities.** No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 set forth in Section 3 above. 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 in (including the publishing 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 the corresponding section of any future federal tax 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. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

**Section 6: Distribution of Assets.** Upon the dissolution of the PNRA, 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. The document, photo, drawing, artifact and other material collections, whether printed or digital, will be returned to the railroad history organization which retained the original ownership. All funds, equipment and other assets will be distributed pro rata based on each participating RHO's cash and in-kind payments or contributions made to PNRA from its inception. Any such assets not so disposed of by these means shall be distributed to a state or local government, or to the federal government, for a public purpose. Any additional assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of PNRA is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine.

STATE OF WASHINGTON



SECRETARY OF STATE

PACIFIC NORTHWEST RAILROAD ARCHIVE

GARY L TARBOX  
2599 E MADISON ST  
SEATTLE WA 98112

AMENDMENT

I, Sam Reed, Secretary of State of the State of Washington and custodian of its seal, hereby certify that documents meeting Washington statutory requirements have been filed and processed with the Secretary of State on behalf of:

PACIFIC NORTHWEST RAILROAD ARCHIVE

A Washington Non-Profit Corporation  
UBI: 602 910 524  
Filing Date: December 07, 2009  
Effective Date: December 07, 2009



Given under my hand and the seal of the State of Washington at Olympia, the State Capital.

A handwritten signature in cursive script that reads "Sam Reed".

Sam Reed, Secretary of State