ARTICLES OF INCORPORATION
of
KOMPUTER ENTHUSIASTS OF GREATER SEATTLE

as amended on February 11th, 1997

The undersigned persons, in order to form a nonprofit corporation under Chapter 24.03 of the Revised Code of Washington, hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the Corporation shall be: KOMPUTER ENTHUSIASTS of GREATER SEATTLE.

ARTICLE II

The duration of the Corporation shall be perpetual.

ARTICLE III

Section 1. Purpose:
The Corporation is organized exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986. The incorporators of the Corporation hereby declare that it shall operate to achieve the following goals:

1.1 That it provide a public forum wherein both users and prospective users of personal computers of any type or brand of manufacture may meet to discuss matters of mutual interest among themselves and/or with speakers selected for their expertise in personal computer hardware, accessories, or software that can be used with such computers.

1.2 That it provide educational opportunities to the public that anyone partaking thereof may advance their skills in the use of personal computers.

1.3 That it provide expertise and other forms of support and/or charitable services to the community at large.

1.4 That it provide other related services and/or activities as may be determined by its Board of Directors, so long as said services and/or activities do not exceed the scope of these stated purposes, nor shall they jeopardize the status of the Corporation by violating the intent of the applicable laws of the State of Washington, Chapter 24 RCW, and the Internal Revenue Code of the United States, section 501(c)(3) of 1986.

ARTICLE IV

The name of the Registered Agent of the Corporation is William Estes. The Registered Office of the Corporation is 13211 NE 131st Pl, Kirkland, WA 98034.

ARTICLE V

Section 1. Limitations:

a. 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 of 1986 (or the corresponding provision of any future U.S. Internal Revenue law); or (b) by a Corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future U.S. Internal Revenue law).

b. The Corporation shall have no capital stock, and no part of its net earnings shall inure to the benefit of any director, officer, or member of the Corporation, or any other private individual during the life of the Corporation. No corporate assets shall be used at any time for purposes other than those stated in Article III, Section 1 of these Articles of Incorporation.

Section 2. Dissolution:

a. Upon the dissolution of the Corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of the Corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable and education purposes and which has established its tax exempt status under section 501(c)(3) of the Internal Revenue Code of 1986.

b. No member, director or officer of the Corporation, nor any other private individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the Corporation. Upon such dissolution, all of the remaining assets of the Corporation, after the settlement of its just debts, shall be distributed by its Board of Directors in accordance with the applicable laws of the State of Washington, Chapter 24 RCW, and section 501(c)(3) of the Internal Revenue Code of 1986.

ARTICLE VI

Section 1. Management:

The management of the Corporation will be vested in a Board of not less than three (3) Directors. Subject to this minimum, the number, qualifications, terms of office, manner of election, time and place of meeting, and powers and duties of Directors shall be such as are prescribed by the bylaws of the Corporation. The number of Directors shall be three (3) until and unless the bylaws of the Corporation are amended.

Section 2. Directors:
The names and addresses of the directors who will first manage the affairs of the Corporation until the first annual meeting of the membership, as provided in the Corporation's bylaws, and until their successors are elected and qualified, are:

William Estes	13211 NE 131st Pl., Kirkland, WA 98034
Joseph Mraz	15959 NE 1st, Bellevue, WA 98008
Alan Hooper	P O Box 965, Woodinville, WA 98072

ARTICLE VII

Section 1. Bylaws:
The authority to make, alter, amend or repeal the bylaws is vested in the Board of Directors, and may be exercised at any regular or special meeting of the Board of Directors.

Section 2. Amendment of Articles:
Articles may be amended at any annual meeting of the members, or at a special meeting called for that purpose. In either case, notice for the meeting must contain the proposed amendment. The proposal must receive a majority vote, and must be recognized by the Secretary of State in order to become effective.

ARTICLE VIII

Section 1. Members:
The Corporation shall have only one class of member.

Section 2. Selection:
The manner of selection, election, or appointment of members shall be established by the Board of Directors.

Section 3. Qualifications:
The qualifications and rights of the members shall be established by the Board of Directors.

ARTICLE IX

The name and address of each incorporator is as follows:

William Estes	13211 NE 131st Pl., Kirkland, WA 98034
Joseph Mraz	15959 NE 1st, Bellevue, WA 98008
Alan Hooper	P O Box 965, Woodinville, WA 98072