

# ARTICLES OF ORGANIZATION



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**OREGON SECRETARY OF STATE**

## REGISTRY NUMBER

93562099

## TYPE

DOMESTIC LIMITED LIABILITY COMPANY

## 1. ENTITY NAME

FT, LLC

## 2. MAILING ADDRESS

STEVEN M ZIPPER  
805 SW BROADWAY SUITE 1900  
PORTLAND OR 97205 USA

## 3. NAME & ADDRESS OF REGISTERED AGENT

075868-94 - BH SERVICE CO., INC.  
  
805 SW BRAODWAY SUITE 1900  
PORTLAND OR 97205 USA

## 4. ORGANIZERS

TIMOTHY B CRIPPEN  
  
BLACK HELTERLINE LLP  
805 SW BROADWAY SUITE 1900  
PORTLAND OR 97205 USA

## 5. DURATION

PERPETUAL

## 6. MANAGEMENT

This Limited Liability Company will be manager-managed by one or more managers

## 7. OPTIONAL PROVISIONS

Indemnification:

The Company shall indemnify each member and manager of the Company to the fullest extent permissible under the Oregon Limited Liability Company Act and Oregon law, as the same exists or may hereafter be amended, against all liability, loss and costs (including, without limitation, attorney fees) incurred or suffered by such person by reason of or arising from the fact that such person is or was a member or manager of the Company, or is or was serving at the request of the Company as director, officer, partner, trustee, employee, or agent of another foreign or domestic limited liability company, corporation, partnership, joint venture, trust, benefit plan, or other enterprise. The Company may, by action of members or managers, as applicable, of the Company, provide indemnification to employees and agents of the Company who are not members or managers. The indemnification provided in this Article shall not be exclusive of any other rights to which any person may be entitled under any statute, agreement,



resolution of the Company, contract, or otherwise.

Limitation of Liability:

(a) No member or manager of the Company shall be personally liable to the Company, its members, or managers for monetary damages for conduct as a member or manager, provided that nothing in this Article shall be construed to eliminate or limit the liability of a member or manager for:

- (1) Any breach of the duty of loyalty of the member or manager to the Company, its members, or managers;
- (2) Acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law;
- (3) Any distribution which is made in violation of the Oregon Limited Liability Company Act or these Articles of Organization;
- (4) Any transaction from which the member or manager derived an improper personal benefit; or
- (5) Any act or omission occurring prior to the effective date of this Article.

(b) Neither the amendment nor repeal of this Article, in whole or in part, directly or indirectly, nor the adoption of an inconsistent provision, shall apply to or have any effect on the liability or alleged liability or lack thereof of any member of the Company for or with respect to any acts or omissions of that member occurring prior to that amendment, repeal or adoption of an inconsistent provision.

By my signature, I declare as an authorized authority, that this filing has been examined by me and is, to the best of my knowledge and belief, true, correct, and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment, or both.

By typing my name in the electronic signature field, I am agreeing to conduct business electronically with the State of Oregon. I understand that transactions and/or signatures in records may not be denied legal effect solely because they are conducted, executed, or prepared in electronic form and that if a law requires a record or signature to be in writing, an electronic record or signature satisfies that requirement.

**ELECTRONIC SIGNATURE**

TIMOTHY B CRIPPEN