

087399-14

1/1006 #205

**ARTICLES OF AMENDMENT
OF
THE RESTATED ARTICLES OF INCORPORATION
OF
NIKE, INC.**

FILED
SEP 25 2015
OREGON
SECRETARY OF STATE

Pursuant to ORS 60.437, NIKE, Inc. has adopted an amendment to its Restated Articles of Incorporation.

1. The name of the corporation is **NIKE, Inc.**

2. The first sentence of Article IV of the Restated Articles of Incorporation is amended to read in its entirety as follows:

"The aggregate number of shares which the Corporation shall have the authority to issue is divided as follows:

A. 400,000,000 shares of Class A Common Stock, no par value;

B. 2,400,000,000 shares of Class B Common Stock, no par value; and

C. 300,000 shares of Preferred Stock, \$1.00 par value."

3. The amendment to the Restated Articles of Incorporation was adopted on September 17, 2015.

4. Shareholder approval was required to adopt the amendment. The amendment was approved as follows:

(a)	Class or series of shares:	Class A Common Stock
	No. of shares outstanding:	177,457,876
	No. of votes entitled to be cast:	177,457,876
	No. of votes cast for:	177,457,764
	No. of votes cast against:	-0-
(b)	Class or series of shares:	Class B Common Stock
	No. of shares outstanding:	677,926,177
	No. of votes entitled to be cast:	677,926,177
	No. of votes cast for:	504,413,851
	No. of votes cast against:	85,339,087

NIKE, INC.

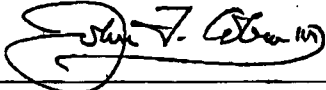


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Adopted: September 17, 2015.

NIKE, INC.

By: _____



Name: John F. Coburn III

Title: Secretary

Person to contact about this filing:

Kris Still, Corporate Governance Manager

NIKE, Inc.

(503) 671-5712