

1934971



State
of
California
SECRETARY OF STATE

CORPORATION DIVISION

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the corporate record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this

MAY 17 1995



Bill Jones

Secretary of State

Article I

The name of this corporation is NORTH CAL-NEVA RESOURCE CONSERVATION AND DEVELOPMENT, INC.

Article II

A. This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for charitable purposes.

B. The specific purpose of NORTH CAL-NEVA RESOURCE CONSERVATION AND DEVELOPMENT, INC. is to provide the local leadership and framework required for developing and carrying out a comprehensive plan of action for the conservation and development of the natural and human resources in Modoc, Plumas, and Lassen Counties of California and in Washoe County of Nevada.

Article III

The name and address in the State of California of this corporation's initial agent for service of process is:

JAN DYBDAHL, PROJECT COORDINATOR
1030 NORTH MAIN STREET, SUITE 101
ALTURAS, CALIFORNIA 96101

ENDORSED - FILED
In the office of the Secretary of State
of the State of California
MAY 10 1995

Article IV

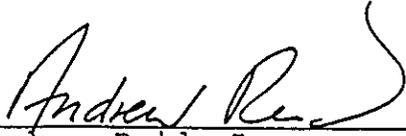
BILL JONES, Secretary of State

A. This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

B. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

Article V

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.



Andrew Reid, Incorporator