

DEC 8 1989

MARCH FONG EU, Secretary of State

ARTICLES OF INCORPORATION

OF

REDWOOD COAST WATERSHEDS ALLIANCE

I.

The name of this corporation is: Redwood Coast Watersheds Alliance.

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 public purposes.

B. The specific purposes of this corporation are: to aid in the development of local watershed protection organizations and their community-based environmental study programs and to coordinate their activities; to educate the general public, industry and government on the need to preserve genetic diversity within the natural environment, as well as to show the irreversible environmental damage that occurs when species and their habitats are heavily altered or wiped out; to make credible environmental review an integral part of timber harvest operating procedures within critical timberland watersheds; to analyze and collect scientific data on water and plant life, and on soil fertility; to lend mediation support in mitigation negotiations between the timber industry and its land neighbors regarding timber harvesting within watersheds; to utilize the resources of various groups, such as Citizen's Advisory Committees, to help formulate policy on sound land use and sustainable timber harvesting practices; and to disseminate our findings, observations and scientific information to the scientific community and for the education of the general public through publications and other communications media.

III.

The name and address in the State of California of this corporation's initial agent for service of process is: William G. Johnson, 404 Oak Park Rd., Ukiah, CA 95482.

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IV.

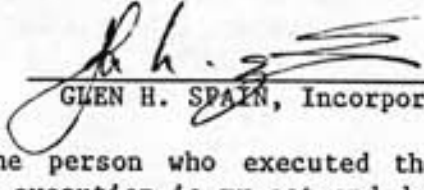
A. This corporation is organized and operated exclusively for educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

B. 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 (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

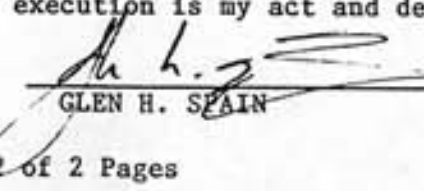
C. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publication or distribution of statements) on behalf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

V.

The property of this corporation is irrevocably dedicated to educational and scientific 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, 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 educational and/or scientific purposes and which has established and maintains its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

Date: 11/28, 1989

GLEN H. SPAIN, Incorporator

I hereby declare that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.


GLEN H. SPAIN

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State
of
California

OFFICE OF THE SECRETARY OF STATE

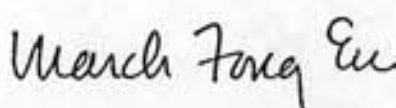
CORPORATION DIVISION

I, MARCH FONG EU, 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

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