



**State of California**  
Secretary of State

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) is a full, true and correct copy of the original record in the custody of this office.



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

MAY 5 2010

**DEBRA BOWEN**  
Secretary of State

ARTICLES OF INCORPORATION OF PLACERSUSTAIN, INC.

I

The name of the corporation is PlacerSustain, Inc.

**ENDORSED - FILED**  
in the office of the Secretary of State  
of the State of California

II

APR 12 2010

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 and charitable purposes.

B. The specific purpose of this corporation is to promote the stewardship of the social, environmental, and economic resources of Placer County, California for the health and well being of future generations through communication, education, collaboration, information exchange, meetings, publication, and any and all other appropriate means.

III

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

Jeffrey F. Bordeion  
6316 Wells Ave.  
Loomis, California, 95650

IV

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

B. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), 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.

C. Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

V

A. 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, except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these articles.

B. 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 purposes and which has established its tax exempt status under Section 501(c)(3), Internal Revenue Code.

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The corporation will have not less than five, or more than nine Directors.

Date: 4/12/10

Incorporator

Jeffrey F. Bordelon  
Jeffrey F. Bordelon

