3498422

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

Mutual Benefits

AUG - 8 2012

Articles of Incorporation

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The name of the corporation is Mountain Counties Water Resources Association

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- A. This corporation is a non-profit Mutual Benefit Corporation organized under the Nonprofit Mutual Benefit Corporation Law. The purpose of this corporation is to engage in any lawful act or activity other than credit union business, for which a corporation may be organized under such law.
- B. The specific purpose of this corporation is to (i) to provide education and legislative advocacy to and on behalf of water agencies in the Sierra Nevada foothills upstream of the Sacramento and Joaquin Valleys to protect and enhance the water resources of the mountain counties of the State of California now and in the future, and (ii) to do any and all lawful activities which may be necessary, useful or desirable for the furtherance, accomplishment, fostering or attainment of the foregoing purpose, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations or governmental bureaus, departments or agencies.

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

Name: John Kingsbury

Mailing Address: P.O. Box 251

Physical Address: 1821 Heather Hill Rd

City: Placerville

State CALIFORNIA

Zip Code: 95667

IV

Notwithstanding any of the above statements of purposes and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the specific purposes of this corporation.

John Kingsbury, Incorporator

I hereby certify that the foregoing page(s) transcript of page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

AUG 21 2012

Date:

DEBRA BOWEN, Secretary of State