

ARTICLES OF INCORPORATION  
OF  
COSMIC APPLE ASSOCIATION INC.

The undersigned incorporators, desiring to form a nonprofit corporation pursuant to the provisions of the Idaho Nonprofit Corporation Act, adopt the following Articles of Incorporation:

ARTICLE 1. Name. The name of the corporation is Cosmic Apple Association Inc.

ARTICLE 2. Purposes. The purposes of the corporation are to engage in exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, in particular charitable, educational and scientific work relating to the study, instruction, development and implementation of organic and biodynamic agriculture. In furtherance of those purposes, the corporation may:

(a) Conduct scientific research and studies of organic and biodynamic farming, including soils, pests, yields, environmental impacts, water use and agricultural land preservation.

(b) Provide information and training to farmers in organic and biodynamic agricultural practices.

(c) Provide educational opportunities and information for youth and adults relating to sustainable organic and biodynamic gardening, farming, agricultural land preservation, restoration of water quality, and preservation of biodiversity within the agricultural seed pool.

(d) Provide information to the public relating to organic and biodynamic agriculture.

(e) Receive contributions and otherwise raise funds to support and further the purposes of the Corporation, including receiving, maintaining and administering such funds and expending principal and income therefrom in furtherance of the Corporation's purposes.

(f) Acquire, lease, purchase, sell, convey or otherwise dispose of real or personal property, including without limitation farm ground and organically and biodynamically grown crops, and to invest, reinvest or deal with the principal or income of the Corporation to promote and further the Corporation's purposes.

(g) Make, enter and perform contracts of every kind and description necessary, advisable or expedient in carrying out the purposes of the Corporation with any person, firm, association, corporation, municipality, body politic, county, state, federal government or any other individual or entity.

(h) Transact any lawful activity consistent with the foregoing purposes.

IDAHO SECRETARY OF STATE  
01/25/2002 05:00  
CK: 2314 CT: 22233 BW: 442241  
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The corporation is formed without profit as the object, shall be operated as a nonprofit corporation, and shall make no distributions of income to its members. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

ARTICLE 3. Registered Office and Registered Agent. The address of the corporation's registered office in the state of Idaho is 876 A Old Jackson Highway, Victor, Idaho 83455. The name of the corporation's registered agent at such address is Jed Restuccia.

ARTICLE 4. Directors. The Board of Directors shall consist of three (3) or more directors as set and elected in compliance with the corporation's bylaws. The number of individuals constituting the initial Board of Directors is three (3) and the names and addresses of the persons who are to serve as directors until the next annual meeting of the members or until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
Heather Bupp	P.O. Box 5887 Jackson, Wyoming 83002
Erika Eschholz	P.O. Box 554 Victor, Idaho 83455
Jed Restuccia	P.O. Box 775 Victor, Idaho 83455

ARTICLE 5. Incorporators. The names and addresses of the incorporators of the corporation are:

<u>Name</u>	<u>Address</u>
Erika Eschholz	P.O. Box 554 Victor, Idaho 83455
Jed Restuccia	P.O. Box 775 Victor, Idaho 83455

ARTICLE 6. Members. The corporation shall have members who are entitled to vote in accordance with the bylaws of the corporation. The corporation may have different classes of members, with and without voting rights, in accordance with the bylaws of the corporation.

ARTICLE 7. Member Dues. The board of directors is authorized to fix the amount of dues payable by members of the corporation and the method of collection of member dues, which may be on a different basis upon different members, and may exempt some members from some or all dues in accordance with the bylaws of the corporation. Assessments of member dues may be enforced by the forfeiture of membership, upon notice given in writing twenty (20) days before such forfeiture.

ARTICLE 8. Bylaws. The initial bylaws shall be adopted by the initial board of directors by a majority vote. Thereafter, bylaws may be repealed, amended or new bylaws may be adopted as provided in the corporation's bylaws.

ARTICLE 9. Dissolution. Upon dissolution of the corporation, after the payment of all expenses and liabilities of the corporation, any remaining assets of the corporation shall be distributed to one (1) or more persons described in Section 501(c)(3) of the Internal Revenue Code, as amended.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 15<sup>th</sup> day of January, 2002.

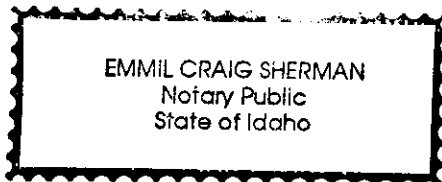
INCORPORATORS

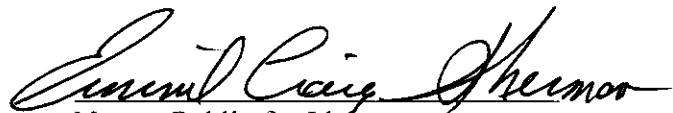
  
Erika Eschholz

  
Ted Restuccia

STATE OF IDAHO       )  
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County of Teton       )

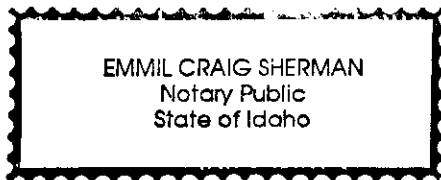
On this 15<sup>th</sup> day of January, in the year 2002, before me, a Notary Public in and for said State, personally appeared Erika Eschholz, known or identified to me (or proved to me on the oath of \_\_\_\_\_), to be the person whose name is subscribed to the within instrument, and acknowledged to me that she executed the same.

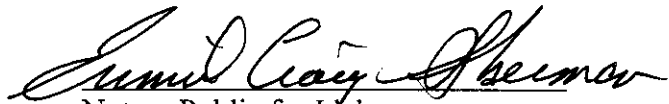


  
Notary Public for Idaho  
Residing at: Victor ID  
My Commission Expires: 4/13/2006

STATE OF IDAHO       )  
                                  SS:  
County of Teton     )

On this 15<sup>th</sup> day of January, in the year 2002, before me, a Notary Public in and for said State, personally appeared Jed Restusia, known or identified to me (or proved to me on the oath of \_\_\_\_\_), to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.



  
Notary Public for Idaho  
Residing at: Victor, ID  
My Commission Expires: 4/13/2006