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# State of Idaho

## Department of State

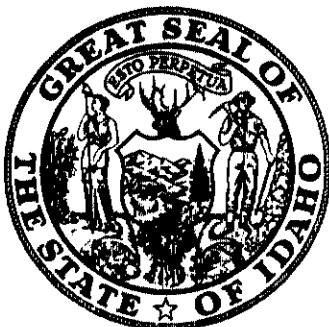
### CERTIFICATE OF INCORPORATION OF

HAWKWEED ACTION COMMITTEE, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of HAWKWEED ACTION COMMITTEE, INC. duly signed pursuant to the provisions of the Idaho Nonprofit Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: February 7, 1994



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Alva Seibel*

RECEIVED  
SEC. OF STATE

94 FEB 7 AM 10 23 ARTICLES OF INCORPORATION

OF

HAWKWEED ACTION COMMITTEE, INC.

IDAHO SECRETARY OF STATE  
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KNOW ALL MEN BY THESE PRESENTS that we, the undersigned, all being over the age of eighteen (18) years, and for the purposes of forming a nonprofit corporation under the Idaho Nonprofit Corporation Act, hereby certify and adopt in duplicate the following Articles of Incorporation:

ARTICLE I  
NAME

The name of the Corporation (hereinafter called the "Committee") is HAWKWEED ACTION COMMITTEE, INC., and it is a nonprofit corporation.

ARTICLE II  
DURATION

The Committee shall exist perpetually.

ARTICLE III  
PURPOSES AND POWERS

This Committee does not contemplate the distribution of gains, profits, or dividends to its Members. The specific primary purposes for which it is formed is to provide for the management and administration of the promotion and funding of hawkweed biological control activities and any other lawful transaction. In furtherance of said purposes, this Committee shall have power to perform all acts allowed by law and not inconsistent with the Idaho Nonprofit Corporation Act.

ARTICLE IV  
MEMBERS AND MEMBERSHIP

The corporation shall have members, but the management of the affairs of the corporation shall be vested in the board of directors.

ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the Committee shall be at HCO 4, Box 207B, St. Maries, Idaho 83861, and the registered agent at such address is Bruce Benjiman Marsh.

ARTICLE VI  
BOARD OF DIRECTORS; INCORPORATOR

The affairs of this Committee shall be managed by a Board of not less than three (3) and not more than seven (7) who shall be members of the Committee. The Board members who will manage the affairs of the corporation until their successors have been duly selected and qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Bruce Benjiman Marsh	HCO 4, Box 207B, St. Maries, ID. 83861
Dean Johnson	1806 Main Avenue, St. Maries, ID. 83861
Harry M. Eder	P.O. Box 246, Fernwood, ID. 83830

The name and address of the incorporators of this Committee are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Bruce Benjiman Marsh	HCO 4, Box 207B, St. Maries, ID. 83861
Dean Johnson	1806 Main Avenue, St. Maries, ID. 83861
Harry M. Eder	P.O. Box 246, Fernwood, ID. 83830

ARTICLE VII  
DISSOLUTION

Upon dissolution, liquidation, abandonment of the Committee for any purpose, after adequately providing for the debts, liabilities and obligations of the Committee, the Directors or person in charge of the liquidation shall dispose of all of the remaining assets thereto to such nonprofit organization or organizations as the Board of Directors shall determine.

ARTICLE VIII  
AMENDMENT OF ARTICLES

These Articles may be amended at any time and in any manner by the vote or written assent of sixty-seven percent (67%) of the total voting power of the Committee; provided, however, that the percentage of the voting power necessary to amend a specific clause or provision herein shall not be less than the percentage of affirmative votes prescribed for action to be taken under said clause or provision; and provided further that any such amendment

shall not be inconsistent with the law.

For the purpose of forming this Committee under the laws of the State of Idaho, the undersigned, being the incorporator of this Committee, has executed these Articles of Incorporation on this 25 day of January, 1994.

Dean Johnson  
DEAN JOHNSON,  
Incorporator

Harry M. Eder  
HARRY M. EDER,  
Incorporator

Bruce Benjiman Marsh  
BRUCE BENJIMAN MARSH,  
Incorporator

STATE OF IDAHO            )  
County of Benewah        ) ss.

On this 26 day of January, 1994, before me, the undersigned, a Notary Public for the State of Idaho, personally appeared BRUCE BENJIMAN MARSH, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

(SEAL)

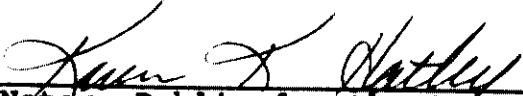
Sam L. Shetty  
Notary Public for the State of Idaho  
Residing in St. Maries, Idaho  
My commission expires: 10/4/99

STATE OF IDAHO            )  
                                  )   ss.  
County of Benewah        )

On this 25 day of January, 1994, before me, the undersigned, a Notary Public for the State of Idaho, personally appeared DEAN JOHNSON, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

(SEAL)


  
Notary Public for the State of Idaho  
Residing in St. Maries, Idaho  
My commission expires: 10/4/99

STATE OF IDAHO            )  
                                  )   ss.  
County of Benewah        )

On this 25 day of January, 1994, before me, the undersigned, a Notary Public for the State of Idaho, personally appeared HARRY M. EDER, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

(SEAL)

  
Notary Public for the State of Idaho  
Residing in St. Maries, Idaho  
My commission expires: 10/4/99