

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

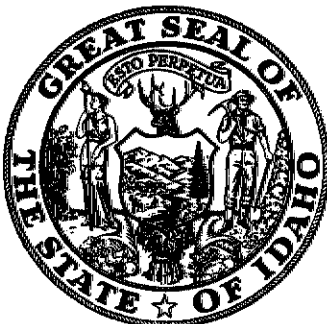
EVERYONE'S GARDEN, INC.

File number C 107322

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 EVERYONE'S GARDEN, 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: August 12, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Cathy Sipe*

ORIGINAL

ARTICLES OF INCORPORATION
OF
EVERYONE'S GARDEN, INC.
An Idaho nonprofit corporation

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The following Articles of Incorporation are hereby submitted and certified pursuant to Section 30-3-17 of the Idaho Nonprofit Corporation Act:

FIRST

The name of the corporation is Everyone's Garden, Inc.

SECOND

The corporation is a nonprofit corporation.

THIRD

The period of duration of the corporation is perpetual.

FOURTH

The purpose for which the corporation is formed is to assist in the philosophical education and spiritual growth of those members of the community exhibiting need and promise and to conduct all other business associated therewith.

FIFTH

The corporation shall have members, under membership requirements as set forth in the corporation's bylaws.

SIXTH

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make

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payments and distributions in furtherance of the purposes set forth in Article Fourth hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office. 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 corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

SEVENTH

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purpose within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

EIGHTH

The street address of the corporation's initial registered office shall be 216 South Second Avenue, Sandpoint, Idaho 83864. The initial registered agent of the corporation shall be Steve McClintock, at such street address.

NINTH

The names and addresses of the directors constituting the initial Board of Directors of the corporation are as follows:

1. Jim Muir
910 Grand Ave.
San Diego, CA 92109
2. Paul Rosenblum
120 Clipper Ln.
Jupiter, FL 33477
3. Cathryn Griffith
39 Potter Pond
Lexington, MA 02173
4. Martha Kaley
3910 Hazel Lane
Greensboro, NC 27488
5. Nick Douthat
2008 W. 49th St.
Shawnee, KS 66205

TENTH

The name and street address of the incorporator for this corporation is Steve McClintock, 216 South Second Avenue, Sandpoint, Idaho 83864.

Dated this 10th day of August, 1994.


Steve McClintock