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Secretary of State
State of California

Restated Articles of Incorporation

JAN 15 2015

The undersigned certify that:

1. They are the president and the treasurer and agent for service of process, respectively, of the Banner Mountain Homeowners Association, a California corporation.
2. The Articles of Incorporation of this corporation are amended and restated to read as follows:

ARTICLE I

The name of this corporation is FRIENDS OF BANNER MOUNTAIN.

ARTICLE II

- 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 purposes.
- B. The mission of the corporation is to protect Banner Mountain and its natural and cultural resources for the benefit of residents, visitors, and future generations. The corporation seeks to reduce the potential of catastrophic wildfires on Banner Mountain and elsewhere in the Sierra Nevada foothills; protect the biological diversity and health of Banner Mountain forests and waterways; promote conservation of water resources; and preserve Banner Mountain's recreational amenities, cultural resources, and historic canals. In addition, the corporation promotes and supports educational activities that reduce crime, vandalism and wildlife depredation on Banner Mountain and elsewhere in the Sierra Nevada foothills.
- C. The specific goals of this organization will be achieved through education, communication and litigation, if necessary.

ARTICLE III

- A. The corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.
- B. Notwithstanding any other provision of these Articles, the 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 corporation contributions which are deductible under Section 170(c)(2) of said Code, or the corresponding provisions of any future statute of the United States.
- C. No substantial part of the activities of this corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation; nor shall the corporation participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

ARTICLE IV

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 other person.

Upon the dissolution or winding up of the corporation, any assets remaining after payment, or provision for payment of all debts and liabilities of this corporation shall be distributed to nonprofit funds, a foundation or corporation which is organized and operated exclusively for the above purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

- 3. The foregoing amendment and restatement has been duly approved by the board of directors.
- 4. The foregoing amendment and restatement of Articles of Incorporation have been duly approved by the required vote of the members.

DECLARATION

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct to our knowledge.

DATE: 1/14/2015

Charles A Staetz

Charles A Staetz, President

Charles Wilder

Charles Wilder, Agent for Service & Treasurer

California Secretary of State's office
original record in the custody of the
is a full true and correct copy to the
transmit to _____ (agent)
I hereby certify that the foregoing



JAN 3 2015

Date

Charles Wilder

ALEX FABIAN, Secretary of State

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I hereby certify that the foregoing 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.

JAN 23 2015 *u*

Date: _____

Alex Padilla

ALEX PADILLA, Secretary of State