

SECRETARY OF STATE



CORPORATE CHARTER

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that **NORTHEASTERN NEVADA STEWARDSHIP GROUP, INC.** did on **May 5, 1999** file in this office the original Articles of Incorporation; that said Articles are now on file and of record in the office of the Secretary of State of the State of Nevada, and further, that said Articles contain all the provisions required by the law of said State of Nevada.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on **May 5, 1999**.



Dean Heller

Secretary of State

By

Patricia Isaman

Certification Clerk

DEAN HELLER
Secretary of State
IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

OFFICE OF THE SECRETARY OF STATE
State Capitol Complex
Carson City, Nevada 89710

Telephone (775) 687-5203
Fax (775) 687-3471

MAY 05 1999

No. C 10881-99

Dean Heller
DEAN HELLER, SECRETARY OF STATE

**CERTIFICATE OF ACCEPTANCE OF APPOINTMENT
BY
RESIDENT AGENT**

In the matter of Northeastern Nevada Stewardship Group, Inc.

(name of business entity)

I, WILSON AND BARROWS, Ltd., hereby state that on 4/14/99

(Name of Resident Agent)

(date)

I accepted the appointment as resident agent for the above named business entity.

The street address of the resident agent in this state is as follows:

442 Court Street

(street address)

N/A

(suite number)

Elko, Nevada

(city)

89801

(zip code)

WILSON AND BARROWS, LTD.
BY *[Signature]*

(signature of resident agent)

4/14/99

(date)

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Dean Heller
DEAN HELLER, SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

NORTHEASTERN NEVADA STEWARDSHIP GROUP, INC.,

a nonprofit corporation

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, being one or more natural persons, does hereby establish a nonprofit corporation (not organized for the private gain of any person) under and by virtue of Chapter 82 of Nevada Revised Statutes, and all acts amendatory thereof and/or additional thereto, and do hereby certify and adopt the following Articles of Incorporation:

1. **Name:** The name of the corporation is **Northeastern Nevada Stewardship Group, Inc.**, a nonprofit corporation.

2. **Resident Agent:** The name of the corporation's initial resident agent is Wilson and Barrows, Ltd. The street address where process may be served upon the corporation's resident agent is 442 Court Street, Elko, Nevada 89801. The mailing address of the resident agent is the same as the street address.

3. **Nonprofit Status:** The corporation is a nonprofit corporation.

4. **Purposes:** This corporation is organized exclusively for the following purposes:

- A. Education of the public regarding the benefits of multiple use of public lands.
- B. Facilitation of dispute resolution pertaining to the use of public lands.
- C. Contribution to and coordination of public and private land planning.
- D. Promotion of scientific research and education relating to multiple use of public and private lands, so as to maintain such lands as healthy ecosystems.

Such purposes shall be limited by section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States internal revenue law. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this

corporation and 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 of 1986 or the corresponding provision of any future United States internal revenue law, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States internal revenue law.

5. **Board of Directors:** The corporation must be managed by a Board of Directors of three persons, all of whom must be at least 18 years of age. Directors need not be members. The number of Directors may be increased or decreased from time to time by amendment of the Bylaws. The first Board of Directors is as follows:

Lynn Connors	Anglo Gold HC 31, Box 78 Elko, Nevada 89801
Doug Clarke	2035 Last Chance Road Elko, Nevada 89801
James Collord	1239 Park View Drive Elko, Nevada 89801

6. **Incorporator:** The name, post office box or street address, residence or business, of the incorporator signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Stewart R. Wilson	442 Court Street Elko, Nevada 89801

7. **Duration:** The corporation shall have a perpetual existence.

8. **Members:** The corporation may have one or more classes of members as provided in the Bylaws. A member is not, as such, personally liable for the acts, debts, liabilities, or obligations of the corporation.

9. **Stock:** The corporation may not have or issue shares of stock.

10. **Bylaws:** The Directors shall have the power to make and alter the Bylaws of the corporation. Bylaws made by the Directors under the power so conferred may be altered, amended or repealed by the Directors, or by the members, at any meeting called and held for the purpose or by unanimous, written resolution in lieu of a meeting.

11. **Resolutions:** A resolution in writing, signed by all the members of the Board of Directors, or a voting majority of all members, as the case may be, shall be and

