

ARTICLES OF INCORPORATION

OF

PLACER COUNTY WINE AND GRAPE ASSOCIATION

A NON-PROFIT PUBLIC BENEFIT CORPORATION

I

The name of this corporation is Placer County Wine and Grape Association and shall be referred to herein as the "Corporation."

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 and charitable purposes.

B. The specific purposes of this Corporation are:

- To provide educational programs associated with viticulture and enology to the membership and to the general public which encourages the cultivation of wine grapes for the making of wine in Placer County using ecologically sound and sustainable agricultural practices;
- To conduct a donations program providing funds and/or human resources to public benefit and charitable activities;
- To provide advisory support to community activities associated with wine grape growing, wine making, and wine appreciation;
- To preserve the history of agricultural practices, specifically grape and wine production within the Placer County community;

III

The name and address of the initial agent for service of process of this corporation is:

Vicky Morris

4390 Gold Trail Way

Loomis, California 95650

IV

- A. This corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3), Internal Revenue Code.
- B. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of, or in opposition to, any candidate for public office.

V

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

The undersigned incorporators hereby declare under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

Dated: _____

Jim Fossi, Incorporator

Vicky Morris, Incorporator