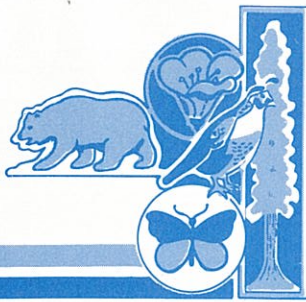


1915293



**State
of
California**
SECRETARY OF STATE'S OFFICE

CORPORATION DIVISION

I, *TONY MILLER*, Acting Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the corporate record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this

OCT 25 1994



Tony Miller

Acting Secretary of State

OCT 25 1994

ARTICLES OF INCORPORATION
FOR
THE NATOMAS BASIN CONSERVANCY, TONY MILLER, Acting Secretary of State
A CALIFORNIA NON-PROFIT PUBLIC BENEFIT CORPORATION

I

The name of this corporation is THE NATOMAS BASIN CONSERVANCY, a California Non-profit Public Benefit Corporation.

II

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 charitable and public purposes, to preserve endangered and threatened species.

III

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 1954 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 1954 or the corresponding provision of any future United States internal revenue law.

IV

The name and address in California of the corporation's initial agent for service of process are: Harold C. Cribbs, 11140 Fair Oaks Boulevard, Fair Oaks, California 95628.

V

No substantial part of the activities of this corporation shall consist of lobbying or propaganda, or otherwise attempting to influence legislation, except as provided in Section 501(h) of the Internal Revenue Code of 1986, and this corporation shall not participate in or intervene in (including publishing or distributing statements) any political campaign on behalf of or on in opposition to any candidate for public office.


VI

All corporate property is irrevocably dedicated to the purposes set forth in Article II above. No part of the net earnings of this corporation shall inure to the benefit of any of its directors, trustees, officers, or to individuals.

VII

Upon the winding up and dissolution of this corporation, after paying or adequately providing for the debts, obligations, and liabilities of the corporation, the remaining assets of this corporation shall be distributed to such organization (or organizations) which have been formed and operated exclusively for scientific and educational purposes, which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States internal revenue law), and which has established its tax exempt status under Section 23701d of the California Revenue and Taxation Code (or the corresponding section of any future California revenue and tax law).

Dated: Oct. 21, 1994



Harold C. Cribbs
Incorporator