

C-2364703

Articles of Incorporation

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

NOV 08 2001

BILL JONES, Secretary of State

I.

The Name of this Corporation is The Sierra Fund.

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: Create a permanent endowment to facilitate land acquisition, conservation, and community building in the Sierra Nevada; enhance the capacity of conservation organizations in the Sierra Nevada for managing planned gifts, endowments, and capital funds; create new private and corporate philanthropic resources directed to the Sierra Nevada; and advocate for permanent state and federal conservation monies directed to the Sierra Nevada Region.

III.

The name and address in the State of California of this corporation's initial agent for service of process is:

Shawn Garvey
202 North Pine Street
Nevada City, CA 95959

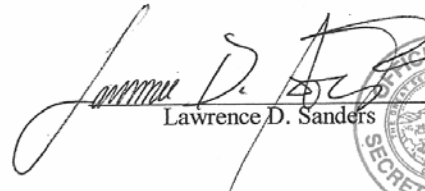
IV.

A. This corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the 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 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) of the Internal Revenue Code.


Lawrence D. Sanders
