

ARTICLES OF INCORPORATION STATE OF WASHINGTON
FOR
MASTER GARDENER FOUNDATION OF SAN JUAN COUNTY
a Washington nonprofit corporation

ARTICLE I

Name

The name of this Corporation shall be MASTER GARDENER FOUNDATION OF SAN JUAN COUNTY.

ARTICLE II

Purpose

This Corporation is organized exclusively for charitable, scientific, and educational purposes; more specifically:

To enhance and support the efforts of the Washington State University Master Gardener program and its volunteers.

To inform the citizens about educational opportunities and community services provided by the San Juan County Master Gardener Program of Washington State University.

To raise and disburse funds to be used to support and enhance the San Juan County Master Gardener Program.

To facilitate and exchange ideas and information among members of the San Juan County Master Gardener Program.

To this end, the Corporation shall at all times be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the internal Revenue Code of 1986, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

ARTICLE III

Exemption Requirements

At all times shall the following operate as conditions restricting the operations and activities of the Corporation:

1. The Corporation shall not afford pecuniary gain, incidentally or otherwise to any Director, Officer, or member of the Corporation. No part of the net earnings of this Corporation shall inure to the benefit of any Director, Officer, or member of the Corporation, except that reasonable compensation may be paid for services rendered to, or for the Corporation affecting one or more of its purposes. Such net earnings, if any, of this Corporation shall be used to carry out the nonprofit corporate purposes set forth in Article II above.

2. No substantial part of the activities of the Corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the Corporation shall not participate in, or intervene in (including by publication or

distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

3. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on by a Corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

ARTICLE IV

Duration

The duration of the corporate existence shall be perpetual.

ARTICLE V

Membership/Board of Directors

The Corporation shall have one or more classes of members as provided in the Corporation's bylaws. The management of the affairs of the Corporation shall be vested in a Board of Directors as defined in the Corporation's bylaws. No Director shall have any right, title, or interest in or to any property of the Corporation.

The number of Directors of the Corporation shall be between 3 and 17 as determined in accordance with the bylaws and may be increased or decreased from time to time in the manner provided therein.

ARTICLE VI

Personal Liability

No Director, Officer, or member of this Corporation shall be personally liable for the debts or obligations of this Corporation of any nature whatsoever, nor shall any of the property of the Directors, Officers, or members be subject to the payment of the debts or obligations of this Corporation.

ARTICLE VII

Dissolution

No Director, Officer or member of the Corporation, nor any private individual, shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the Corporation or the winding up of its affairs. Upon such dissolution or winding up, after paying or making adequate provision for the payment of all of the liabilities of the Corporation, all the remaining assets of the Corporation shall be distributed by the Board of Directors, for a purpose or purposes similar to those set forth in Article II above, to an organization which then qualifies for exemption under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended. Any such assets not so disposed of shall be disposed of by the Superior Court of San Juan County, Washington, exclusively for a purpose or purposes similar to those set forth in Article II above, or to such organization or organizations as said Court shall determine, which are organized and operated for similar purposes.

ARTICLE VIII

Bylaws

The Board of Directors or the members of the Corporation shall have the power to adopt, amend, or repeal the bylaws of the Corporation in the manner provided in the bylaws.

ARTICLE IX

Directors

JoAnne Burns	WSU Extension Office 2004 221 Weber Street, Suite LL Friday Harbor, WA 98250
Pegi Groundwater	WSU Extension Office 2004 221 Weber Street, Suite LL Friday Harbor, WA 982
Sylvia McKenney	WSU Extension Office 2004 221 Weber Street, Suite LL Friday Harbor, WA 98250
Nancy Forker	WSU Extension Office 2004 221 Weber Street, Suite LL Friday Harbor, WA 98250
Julia Turney	WSU Extension Office 2004 221 Weber Street, Suite LL Friday Harbor, WA 98250
Mary Carlson	WSU Extension Office 2004 221 Weber Street, Suite LL Friday Harbor, WA 98250
Dolly Salazar	WSU Extension Office 2004 221 Weber Street, Suite LL Friday Harbor, WA 98250
Dot Vandever	WSU Extension Office 2004 221 Weber Street, Suite LL Friday Harbor, WA 98250
Kim Galton	WSU Extension Office 2004 221 Weber Street, Suite LL Friday Harbor, WA 98250

ARTICLE IX

Registered Office and Registered Agent

The name of the initial registered agent of this Corporation and address of the initial registered office of this Corporation are as follows:

JoAnne D. Burns
566 Ridgedale Road
Friday Harbor, WA 98250

ARTICLE X
Amendment to Articles of Incorporation

These Articles of Incorporation may be amended upon a vote of the Board of Directors or the members of the Corporation pursuant to the bylaws and subject to any mandatory contrary provision of state law.

ARTICLE XI
Incorporator

The name and address of the incorporator of the Corporation is as follows:

JoAnne D. Burns
566 Ridgedale Road
Friday Harbor, WA 98250

Signature /S/ JoAnne D Burns

Date 10/23/2013

This document is hereby executed under penalties of perjury, and is, to the best of my knowledge, true and correct.

CONSENT TO SERVE AS REGISTERED AGENT

I JoAnne D. Burns hereby consent to serve as Registered Agent in the State of Washington for the Master Gardener Foundation of San Juan County, a Washington nonprofit corporation. I understand that, as agent for the Corporation, it will be my responsibility to receive Service of Process on behalf in the name of the Corporation; to forward all mail to the Corporation; and to immediately notify the office of the Secretary of State in the event of my resignation, or of any changes in the registered office address of the Corporation for which I am agent.

/S/ JoAnne D. Burns

Date: 10/23/2013