

**ARTICLES OF ASSC
OF
THE EARTH MOTHER RENEWAL PROJECT
A Wyoming Unincorporated Nonprofit Association**

WY Secretary of State
FILED: 04/23/2018 02:20 PM
ID: 2018-000800028

Preamble

The undersigned do hereby declare that The Earth Mother Renewal Project was originally established by mutual verbal agreement in 1986 as an informal cooperative effort organized for the nonprofit purposes listed herein.

The undersigned do hereby further declare that, there being a consensus agreement to formalize the organization, they have agreed to serve as organizers and initial Directors.

Therefore, the undersigned organizers do hereby establish and adopt these Articles of Association for the purpose of forming a Wyoming Unincorporated Nonprofit Association which shall operate for the Public Benefit in accordance with the Wyoming Unincorporated Nonprofit Association Act (W.S. 17-22), or any future corresponding state statute.

ARTICLE 1

Name

The name of the Association shall be The Earth Mother Renewal Project ("the Association").

ARTICLE 2

Effective Date and Existence

The effective date of the Association shall be the date of adoption of these Articles as enumerated in Article 10 and shall thereafter have a perpetual existence.

ARTICLE 3

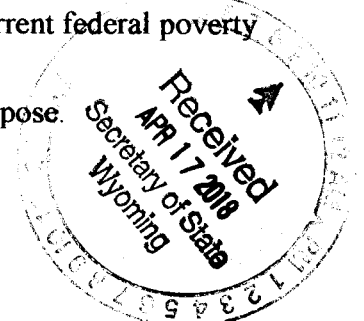
Purpose

The Association shall be exclusively dedicated to charitable, educational, and scientific purposes; including, for such purposes, the making of distributions to organizations that qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The primary purpose of the Association shall be to provide consulting, education, research and training in family- and community-level agricultural operations and production; the proper and safe handling, processing, and marketing of agricultural products; and, the design and implementation of such other activities, methods and technologies as may be needed to support the foregoing.

The Association shall fulfill its purpose by solely operating for the benefit of low- or limited-income clients by providing its products and services on a sliding fee scale based on current federal poverty guidelines.

The character and essence of the Association is and shall be the same as the purpose.



ARTICLE 4

Prohibited Activities

No part of the net earnings of the Association shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered, to reimburse for expenses actually incurred, and to make payments and distributions in furtherance of the purposes set forth in Article 3. No substantial part of the activities of the Association shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Association shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this Association 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 Association.

ARTICLE 5

Registered Agent and Principal Office

The appointment of a Registered Agent shall be made in accordance with Paragraphs 17-22-110 and 113 of the Wyoming State Statutes, or the corresponding sections of any future state statute.

The name of the initial Registered Agent of the Association shall be Michael Rondot.

The establishment of a Principal Office shall be made in accordance with Paragraph 17-22-112 of the Wyoming State Statutes, or the corresponding section of any future state statute.

Both the physical and mailing addresses of the registered agent and of the principal office of the Association shall be 1210 N. 5th St.; Lander, Fremont County, WY 82520.

The Association may also have branch or subordinate offices at such other places, within or outside of Wyoming, as the Board of Directors may determine.

ARTICLE 6

Members

The Association will have Directors who shall serve as its Members.

ARTICLE 7

Initial Directors

The organizers shall serve as the initial Directors of the Association, Their names, initial titles and addresses are listed in Article 10.

The organizers, in their roles as the initial Directors of the Association, shall convene an initial meeting of the Board of Directors of the Association for the purpose of adopting the Bylaws of the Association, electing Directors and Officers, and for conducting such other legal and proper business as may be appropriate and proper. Thereafter, the Board of Directors and Officers of the Association shall serve in accordance with the provisions of the Bylaws of the Association, as adopted.

ARTICLE 8

Indemnification

The Association does hereby indemnify any and all Organizers, Directors, Officers, or staff of the Association from any liability regarding the management and operations of the Association, unless

the person knowingly and intentionally violates the law; engages in an act, whether by commission or omission, that constitutes willful or wanton misconduct or gross negligence; and/or maliciously acts to damage and/or defraud the Association, its partners or its clients. Said indemnification shall be in accordance with Paragraphs 17-22-106 through 108 and 111 of the Wyoming State Statutes, or the corresponding sections of any future state statute.


**ARTICLE 9
Distributions Upon Dissolution**

Upon the dissolution of the Association, after paying or making provisions for the payment of all of the legal liabilities of the Association, any remaining assets shall be distributed in accordance with Paragraph 17-22-109 of the Wyoming State Statutes, or the corresponding section of any future state statute, as follows:

1. The Association shall first endeavor to return any remaining assets to their donor(s) or their assignee(s);
2. The Association shall next endeavor to donate any remaining assets to such organization or organizations which are organized and operated exclusively for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, and who are pursuing broadly similar purposes or to a governmental agency; and,
3. Any assets remaining thereafter shall be transferred to the custody of a court of competent jurisdiction in the county in which the principal office of the Association is then located for disposal to such organization or organizations which are organized and operated exclusively for such exempt purposes, as said court shall determine.

**ARTICLE 10
Certification of Adoption**

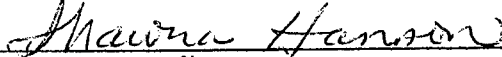
Agreed to and adopted this 13th day of APRIL, 2018:


Signature

Michael Rondot
Printed Name

Executive Director/Member
Title

1210 N. 5th St; Lander, WY 82520
Address


Signature

Shawna Hanson
Printed Name

Director/Member
Title

1210 N. 5th St; Lander, WY 82520
Address

Acknowledgment of our signatures is attached hereto.