

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
BACKCOUNTRY HORSEMEN OF CALIFORNIA, INC.

TOM STOVALL and PEGGY WHITAKER certify that:

1. They are the president and secretary of BACKCOUNTRY HORSEMEN OF CALIFORNIA, INC., a California Corporation.
2. The Articles of Incorporation of the corporation are amended and restated to read as follows:

I

The name of this corporation is

BACKCOUNTRY HORSEMEN OF CALIFORNIA, INC.

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 purposes.
- B. The specific purpose of this corporation is to promote and protect the interests of horsemen and back country areas in the State of California.

III

This corporation is organized and operated exclusively for social welfare purposes within the meaning of section 501(c)(4) of the Internal Revenue Code.

Notwithstanding any of the above statements of purposes and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the specific purposes of this corporation.

IV

The property of this corporation is irrevocably dedicated to social welfare 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 social welfare purposes and which has established its tax exempt status under Section 501(c) (4) of the internal Revenue Code.

3. The forgoing amendment and restatement of articles of incorporation has been duly approved by the board of directors.
4. The corporation has no members.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Dated: August 25, 2000

(Signed)
Tom Stovall, President

(Signed)
Peggy Whitaker, Secretary

The original, signed document was endorsed and filed in the office of the Secretary of State of the State of California, September 1, 2000.
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