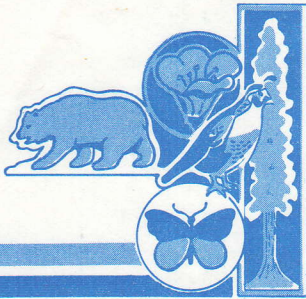


1817156



State
of
California
OFFICE OF THE SECRETARY OF STATE

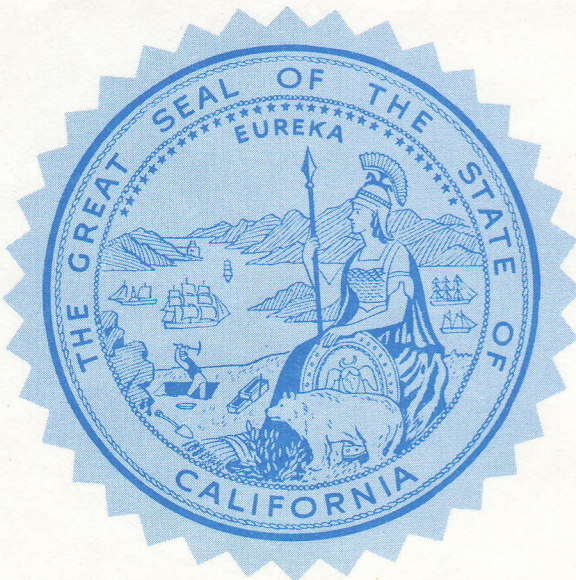
CORPORATION DIVISION

I, *MARCH FONG EU*, 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

MAR 13 1992



March Fong Eu

Secretary of State

1817156

ARTICLES OF INCORPORATION
OF
FEENEY PARK FOUNDATION

ENDORSED
FILED
In the office of the Secretary of State
of the State of California

MAR 9 1992

MARCH FONG EU, Secretary of State

I

The name of this corporation is Feeney Park Foundation.

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 charitable purposes.

B. The specific purpose of this corporation is to develop, operate, and maintain a multi-event community park for all the citizens of Murphys.

III

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

Ms. Cynthia Trade
100 Big Trees Rd.
Murphys, CA. 95247

IV

A. This corporation is organized and operated exclusively for charitable 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.

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 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.

Dated: 10/18/91

Robert Incorporator

Director Peewee Park Foundation

Signed at Murphys, CA.