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ATTACHMENT 3

Articles of Incorporation

Sixth Version: Complete restatement of Articles of Incorporation, (June 20, 1981)

I. The name of the corporation is Sierra Club.

II. 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.

The said association is made and the said corporation is formed, not for pecuniary profit. No part of the assets or net earnings of this corporation shall be distributed to or shall inure to the benefit of any member, officer or director; provided, however, that payment of reasonable compensation for services rendered and expenses incurred may be made.

III. The purposes of the Sierra Club are to explore, enjoy, and protect the wild places of the earth; to practice and promote the responsible use of the earth's ecosystems and resources; to educate and enlist humanity to protect and restore the quality of the natural and human environment; and to use all lawful means to carry out these objectives.

IV. This corporation shall have perpetual existence.

V. The said corporation has and shall have, no Capital Stock.

VI. The corporation elects to be governed by all of the provisions of the Nonprofit Public Benefit Law not otherwise applicable to it under Part 5 of Division 2 of Title 1 of the California Corporations Code.