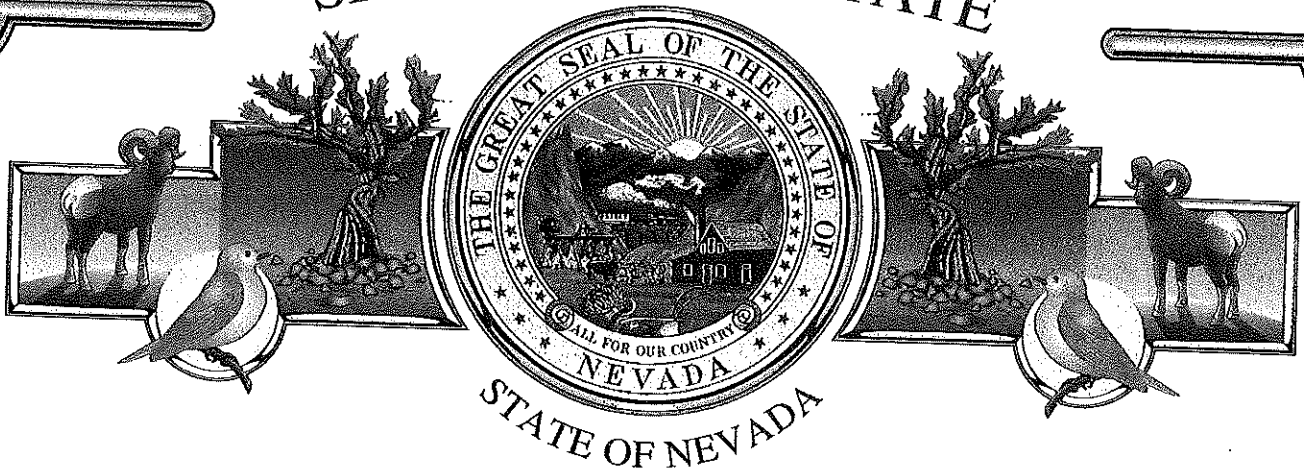


# SECRETARY OF STATE



## CORPORATE CHARTER

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that **GENOA CEMETERY ASSOCIATION** did on **APRIL 21, 1998** file in this office the original Articles of Incorporation; that said Articles are now on file and of record in the office of the Secretary of State of the State of Nevada, and further, that said Articles contain all the provisions required by the law of said State of Nevada.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on April 21, 1998.

*Dean Heller*

Secretary of State

By *A. Neisardt*

Certification Clerk



# GENOA CEMETERY ASSOCIATION

Ronald Lange, Secretary  
P. O. Box 554, Minden, NV 89423  
Tel: 702-782-4813

Wally Adams, President  
P. O. Box 560, Genoa, NV 89411  
Tel: 702-782-5211

April 14, 1998

Dean Heller  
Secretary of State  
Carson City, Nevada

RE: Genoa Cemetery Association  
Articles of Incorporation, Nonprofit

Attached is an application for incorporation of the Genoa Cemetery Association as a nonprofit organization. Also included is the Certificate of Election of acceptance of chapter 82, Nevada Revised Statutes.

  
Ronald Lange  
Secretary, GCA

Filed 04-16-98  
\$2500 fee (receipt # 6000)  
Item # 162 (secy state log)

Articles of Incorporation
(PURSUANT TO NRS 82)

Filing Fee: \$25.00

Receipt #:
By:

STATE OF NEVADA
Secretary of State

(For filing office use)

IMPORTANT: Read instructions on reverse side before completing this form.
TYPE OR PRINT (BLACK INK ONLY)

NAME OF CORPORATION: GENOA CEMETERY ASSOCIATION, a nonprofit corporation.
RESIDENT AGENT: (designated resident agent and his STREET ADDRESS in Nevada where process may be served)

Name of Resident Agent: RONALD LANGE

Street Address: 1512 SILVER BIRCH DRIVE, MINDEN NV 89423-0554

Street No. Street Name City Zip

PURPOSE: Procure/hold lands used exclusively as cemetery or place for burial.

GOVERNING BOARD: shall be styled as (check one) Directors XX Trustees

The FIRST BOARD OF DIRECTORS shall consist of 6 members. The names and addresses are as follows (attached additional page if necessary):

WALLACE E. ADAMS P.O. BOX 560 GENOA, NEVADA 89412

RAYMOND PERRA P.O. Box 1678 MINDEN, NEVADA 89423

RUSSELL SCOSSA 580 FOOTHILL ROAD, GARDNERVILLE, NEVADA 89410

Provisions to change the number of directors: SEE ATTACHED "ARTICLES OF INCORPORATION"

OTHER MATTERS: This form includes the minimal statutory requirements to incorporate under NRS 82. You may attach additional information... Number of pages attached 4

SIGNATURES OF INCORPORATORS: Indicate the names and addresses of each incorporator signing the articles: (Each signature must be...)

WALLACE E. ADAMS
Name (print)
P.O. BOX 560 GENOA, NEVADA 89411
Address
Signature

RONALD LANGE
Name (print)
P.O. BOX 554 MINDEN, NEVADA 89423-0554
Address
Signature

State of NEVADA County of COUNTY

State of NEVADA County of DOUGLAS

This instrument was acknowledged before me on April 14, 1998, by

This instrument was acknowledged before me on April 14, 1998, by

WALLACE E. ADAMS Name of Person

RONALD LANGE Name of Person

as incorporator of GENOA CEMETERY ASSOCIATION (name of party on behalf of whom instrument was executed)

as incorporator of GENOA CEMETERY ASSOCIATION (name of party on behalf of whom instrument was executed)

MARY E. BALDECCHI
Notary Public - Nevada
93-0282-2

MARY E. BALDECCHI
Notary Public - Nevada
Washoe County
93-0282-2
My Appointment Expires Jan 10, 2001

MARY E. BALDECCHI
Notary Public - Nevada
Washoe County
93-0282-2
My Appointment Expires Jan 10, 2001

I, Ronald Lange hereby accept appointment as Resident Agent for the above named corporation.
Signature of Resident Agent: Ronald Lange
Date: 14 April 1998

# GENOA CEMETERY ASSOCIATION

Ronald Lange, Secretary  
P. O. Box 554, Minden, NV 89423  
Tel: 702-782-4813

Wally Adams, President  
P. O. Box 560, Genoa, NV 89411  
Tel: 702-782-5211

ATTACHMENT TO STATE APPLICATION FORM, NONPROFIT ARTICLES  
OF INCORPORATION, GENOA CEMETERY ASSOCIATION.

GOVERNING BOARD (CON'T FROM PAGE 1)

Ronald Lange  
P.O. Box 554  
Minden, NV 89423-0554

John Q. Adams  
22281 Carriage Drive  
Reno, NV 89510

Joy Uhart  
P.O. Box 351  
Minden, NV 89423-0351

//////////

**ARTICLES OF INCORPORATION  
OF  
GENOA CEMETERY ASSOCIATION**

**KNOW ALL MEN BY THESE PRESENTS**

That we, the undersigned, pursuant to the provision of Chapter 82 of the Nevada Revised Statutes have voluntarily associated ourselves together for the purpose of forming a nonprofit corporation, and do hereby certify and adopt the following Articles of Incorporation.

**ARTICLE I  
NAME OF CORPORATION**

The name of the corporation shall be GENOA CEMETERY ASSOCIATION, INC., a Nevada Corporation. This Association was formed on 10 November 1950 as evidenced by filing said organization certificate with the County Clerk, Douglas County, State of Nevada on 10 November 1950.

**ARTICLE II  
RESIDENT AGENT**

The resident agent of the corporation is Ronald Lange and location maintained for service of process is 1512 Silver Birch Drive, Minden, Nevada 89423. The corporation's records shall be maintained at its registered office.

**ARTICLE III  
NONPROFIT CORPORATION**

The corporation is a non-profit corporation.

**ARTICLE IV  
PURPOSE OF CORPORATION**

The purpose of the GENOA CEMETERY ASSOCIATION, INC. is to engage in any lawful activity, including, but not limited to, procuring and holding lands in the County of Douglas, State of Nevada, to be used exclusively as a cemetery or a place for the burial of the dead and to attend to the affairs of the cemetery, to care and maintain the property, and all other things pertaining thereto.

**ARTICLE V  
MEMBERS OF GOVERNING BOARD**

The members of the governing board of the Corporation shall be designated as Trustees. Until changed by a majority vote of a quorum of the Board of Trustees, there

shall be six (6) Trustees of the Corporation. The names and addresses of the first board of Trustees are as follows:

Wallace E. Adams  
P.O. Box 560  
Genoa, Nevada 89411

Raymond Perra  
P.O. Box 1678  
Minden, Nevada 89423

Russell Scossa  
580 Foothill Road  
Gardnerville, Nevada 89410

John Q. Adams  
2281 Carriage Drive  
Reno, Nevada 89510

Ronald Lange  
P.O. Box 554  
Minden, Nevada 89423

Joy Uhart  
P.O. Box 351  
Minden, Nevada 89423

#### **ARTICLE VI MEMBERS**

Except when these Articles of Incorporation or applicable law requires the unanimous vote of all members, the right of any member to vote shall be as provided by the By-Laws. Additional members may be admitted at such time and on such terms and conditions as provided in the By-Laws.

#### **ARTICLE VII INCORPORATORS**

The incorporators of this corporation are:

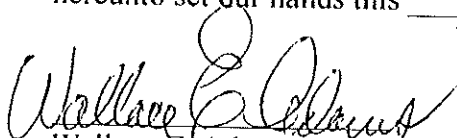
Wallace E. Adams  
P.O. Box 560  
Genoa, Nevada 89411

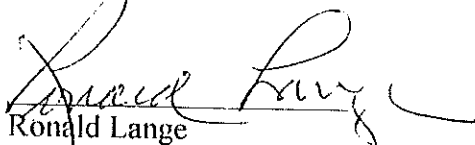
Ronald Lange  
P.O. Box 554  
Minden, Nevada 89423

**ARTICLE VIII  
RIGHT TO AMEND, ALTER**

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by the laws of the State of Nevada, and the By-Laws, and all rights conferred upon officers, trustees and members here are granted subject to this reservation.


IN WITNESS WHEREOF, we, the undersigned, for the purpose of forming a nonprofit corporation under the laws of the State of Nevada, do make, file and record this certificate, and do certify that the facts stated herein are true, and we have accordingly hereunto set our hands this 14<sup>th</sup> day of April 1998.

  
Wallace E. Adams

  
Ronald Lange

STATE OF NEVADA  
COUNTY OF DOUGLAS

On this 14<sup>th</sup> day of April 1998 before me, the undersigned, a Notary Public in and for the County of Douglas, State of Nevada, duly commissioned and sworn, personally appeared WALLACE E. ADAMS, that he executed the within instrument, and is known to me to be the person who affixed his name thereto as such incorporate and who acknowledged to me that he executed the same freely and voluntarily and for the uses and purposes there mentioned.

  
NOTARY PUBLIC



STATE OF NEVADA  
COUNTY OF DOUGLAS

On this 14<sup>th</sup> day of April 1998, before me, the undersigned, a Notary Public in and for the County of Douglas, State of Nevada, duly commissioned and sworn personally appeared RONALD LANGE, that he executed the within instrument, and is known to me to be the person who affixed his name thereto as such incorporator and who acknowledged to me that he executed the same freely and voluntarily and for the uses and purposes therein mentioned.

  
NOTARY PUBLIC



**GENOA CEMETERY ASSOCIATION  
P.O. BOX 554 MINDEN, NEVADA, 89423**

**CERTIFICATE OF ELECTION TO ACCEPT NRS CHAPTER 82**

**NAME OF CORPORATION**

The name of the corporation shall be GENOA CEMETERY ASSOCIATION, INC., a Nevada Corporation.

**ACCEPTANCE OF CHAPTER 82 NRS**

The Genoa Cemetery Association has elected to accept Chapter 82 of the Nevada Revised Statutes and has at its regular annual meeting, April 1, 1998, adopted new articles of incorporation conforming to the provisions of this chapter.

**VOTE OF MEMBERS**

Duly noticed annual meeting held April 1, 1998. A quorum of trustees and members were present and in accordance with section 7, By-Laws dated 30 April 1991, acceptance/adoption was authorized.

The corporation followed the requirements of the law under which it was organized and Genoa Cemetery By-Laws as adopted 30 April 1991.

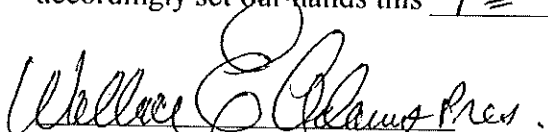
**ARTICLES OF INCORPORATION**

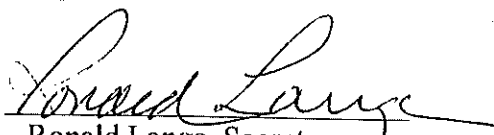
The attached Articles of Incorporation are the new (initial) Articles of Incorporation of the Corporation.

**ISSUE OF STOCK**

Non applicable, no stock is issued.

IN WITNESS WHEREOF, we, the undersigned, for the purpose of forming a nonprofit corporation do make, file and record this Certificate of Acceptance, to accept chapter 82 Nevada Revised Statutes, and do certify that the facts stated herein are true and we have accordingly set our hands this 1<sup>st</sup> day of April 1998.

  
Wallace E. Adams, President  
Genoa Cemetery Association

  
Ronald Lange, Secretary  
Genoa Cemetery Association