



The Commonwealth of Massachusetts
William Francis Galvin

Minimum Fee: \$35.00

Secretary of the Commonwealth, Corporations Division
One Ashburton Place, 17th floor
Boston, MA 02108-1512
Telephone: (617) 727-9640

Articles of Organization

(General Laws, Chapter 180)

Identification Number: 001247037

ARTICLE I

The exact name of the corporation is:

MUSHROOM OBSERVER, INC.

ARTICLE II

The purpose of the corporation is to engage in the following business activities:

(A) THE CORPORATION IS ORGANIZED AND OPERATED EXCLUSIVELY FOR EDUCATIONAL AND SCIENTIFIC PURPOSES WITHIN THE MEANING OF 501(C)(3) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED (THE "CODE") OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE, INCLUDING, FOR SUCH PURPOSES, THE MAKING OF DISTRIBUTIONS TO ORGANIZATIONS THAT QUALIFY AS EXEMPT ORGANIZATIONS UNDER SECTION 501(C)(3) OF THE CODE. (B) TO ACCOMPLISH ITS PURPOSES, THE CORPORATION SHALL CREATE AND SUPPORT PROJECTS OR PROGRAMS THAT INCREASE THE UNDERSTANDING OF MYCOLOGY THROUGH DIGITAL RESOURCES, INCLUDING TO SUSTAIN AND ENHANCE THE AVAILABILITY TO THE GENERAL PUBLIC OF THE MUSHROOM OBSERVER WEBSITE (HTTP://MUSHROOMOBSERVER.ORG) AND ITS ASSOCIATED DATA AS EDUCATIONAL AND SCIENTIFIC RESOURCES.

ARTICLE III

A corporation may have one or more classes of members. If it does, the designation of such classes, the manner of election or appointments, the duration of membership and the qualifications and rights, including voting rights, of the members of each class, may be set forth in the by-laws of the corporation or may be set forth below:

(A) THE AFFAIRS OF THE CORPORATION SHALL BE MANAGED BY ITS BOARD OF DIRECTORS. THE NUMBER OF DIRECTORS AND THE MANNER OF CHOOSING DIRECTORS SHALL BE FIXED IN THE BYLAWS OF THE CORPORATION. (B) THE CORPORATION SHALL HAVE NO MEMBERS UNLESS OTHERWISE PROVIDED IN THE BYLAWS OF THE CORPORATION, WHICH MAY DESIGNATE ONE OR MORE CLASSES OF MEMBERS, THE MANNER OF THEIR ELECTION OR APPOINTMENT, THE DURATION OF MEMBERSHIP AND THE QUALIFICATIONS AND RIGHTS, INCLUDING VOTING RIGHTS, OF THE MEMBERS OF EACH CLASS.

ARTICLE IV

Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or members, or of any class of members, are as follows:

(If there are no provisions state "NONE")

ALL PROVISIONS FOR THE CONDUCT AND REGULATION OF THE BUSINESS AND AFFAIRS OF THE CORPORATION, FOR ITS VOLUNTARY DISSOLUTION, OR FOR LIMITING, DEFINING, OR REGULATING THE POWERS OF THE CORPORATION, OR OF ITS DIRECTORS OR MEMBERS, OR OF ANY CLASS OF MEMBERS SHALL BE SET FORTH IN THE BYLAWS OF THE CORPORATION, AS THEY MAY BE AMENDED FROM TIME TO TIME AND AS LONG AS THEY CONFORM TO THE FOLLOWING REQUIREMENTS: (A) NO PART OF THE NET EARNINGS OF THE CORPORATION SHALL INURE TO THE BENEFIT OF, OR BE DISTRIBUTABLE TO ANY DIRECTOR OR OFFICER OF THE CORPORATION, OR ANY OTHER PRIVATE PERSON, EXCEPT THAT THE CORPORATION SHALL BE AUTHORIZED AND EMPOWERED TO PAY REASONABLE COMPENSATION FOR SERVICES RENDERED TO OR FOR THE CORPORATION AND TO MAKE PAYMENTS AND DISTRIBUTIONS IN FURTHERANCE OF THE PURPOSES SET FORTH IN ARTICLE 2 HEREOF. (B) NO SUBSTANTIAL PART OF THE ACTIVITIES OF THE CORPORATION SHALL BE THE CARRYING ON OF PROPAGANDA, OR OTHERWISE ATTEMPTING TO INFLUENCE LEGISLATION (EXCEPT AS OTHERWISE PERMITTED BY SECTION 501(H) OF THE CODE AND IN ANY CORRESPONDING LAWS OF THE COMMONWEALTH OF MASSACHUSETTS), AND THE CORPORATION SHALL NOT PARTICIPATE IN OR INTERVENE IN (INCLUDING THE PUBLISHING OR DISTRIBUTION OF STATEMENTS CONCERNING) ANY POLITICAL CAMPAIGN ON BEHALF OF (OR IN OPPOSITION TO) ANY CANDIDATE FOR PUBLIC OFFICE. (C) DURING SUCH PERIOD, OR PERIODS, OF TIME AS THE CORPORATION IS TREATED AS A "PRIVATE FOUNDATION" PURSUANT TO § 509 OF THE CODE, THE DIRECTORS MUST DISTRIBUTE THE CORPORATION'S INCOME AT SUCH TIME AND IN SUCH MANNER SO AS NOT TO SUBJECT THE CORPORATION TO TAX UNDER SECTION 4942 OF THE CODE, AND THE CORPORATION IS PROHIBITED FROM ENGAGING IN ANY ACT OF SELF-DEALING (AS DEFINED IN SECTION 4941(D) OF THE CODE), FROM RETAINING ANY EXCESS BUSINESS HOLDINGS (AS DEFINED IN SECTION 4943(C) OF THE CODE) WHICH WOULD SUBJECT THE CORPORATION TO TAX UNDER SECTION 4943 OF THE CODE, FROM MAKING ANY INVESTMENTS OR OTHERWISE ACQUIRING ASSETS IN SUCH MANNER SO AS TO SUBJECT THE CORPORATION TO TAX UNDER SECTION 4944 OF THE CODE, FROM RETAINING ANY ASSETS WHICH WOULD SUBJECT THE CORPORATION TO TAX UNDER SECTION 4944 OF THE CODE IF THE DIRECTORS HAVE ACQUIRED SUCH ASSETS, AND FROM MAKING ANY TAXABLE EXPENDITURES (AS DEFINED IN SECTION 4945(D) OF THE CODE). (D) NOTWITHSTANDING ANY OTHER PROVISION OF THESE ARTICLES OF ORGANIZATION, THE CORPORATION SHALL NOT DIRECTLY OR INDIRECTLY CARRY ON ANY ACTIVITY WHICH WOULD PREVENT IT FROM OBTAINING EXEMPTION FROM FEDERAL INCOME TAXATION AS A CORPORATION DESCRIBED IN SECTION 501(C)(3) OF THE CODE, OR CAUSE IT TO LOSE SUCH EXEMPT STATUS, OR CARRY ON ANY ACTIVITY NOT PERMITTED TO BE CARRIED ON BY A CORPORATION, CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTIONS 170(C)(2), 2055(A)(2) AND/OR 2522(A)(2) OF THE CODE. (E) IN THE EVENT OF DISSOLUTION OR FINAL LIQUIDATION OF THE CORPORATION, ALL OF THE REMAINING ASSETS AND PROPERTY OF THE CORPORATION SHALL, AFTER PAYING OR MAKING PROVISION FOR THE PAYMENT OF ALL OF THE LIABILITIES AND OBLIGATIONS OF THE CORPORATION AND FOR NECESSARY EXPENSES THEREOF, BE DISTRIBUTED TO SUCH ORGANIZATION OR ORGANIZATIONS ORGANIZED AND OPERATED EXCLUSIVELY FOR CHARITABLE OR EDUCATIONAL PURPOSES AS SHALL AT THE TIME QUALIFY AS AN EXEMPT ORGANIZATION OR ORGANIZATIONS UNDER SECTION 501(C)(3) OF THE CODE AS THE BOARD OF DIRECTORS SHALL DETERMINE. IN NO EVENT SHALL ANY OF SUCH ASSETS OR PROPERTY BE DISTRIBUTED TO ANY MEMBER, DIRECTOR OR OFFICER, OR ANY PRIVATE INDIVIDUAL.

Notes: The preceding four (4) articles are considered to be permanent and may only be changed by filing appropriate Articles of Amendment.

ARTICLE V

The by-laws of the corporation have been duly adopted and the initial directors, president, treasurer and clerk or other presiding, financial or recording officers, whose names are set out on the following page, have been duly elected.

ARTICLE VI

The effective date of organization of the corporation shall be the date approved and filed by the Secretary of the Commonwealth. If a *later* effective date is desired, specify such date which shall not be more than *thirty days* after the date of filing.

ARTICLE VII

The information contained in Article VII is not a permanent part of the Articles of Organization.

a. The street address (*post office boxes are not acceptable*) of the principal office of the corporation in Massachusetts is:

No. and Street: 68 BAY RD.
City or Town: NORTH FALMOUTH State: MA Zip: 02556 Country: USA

b. The name, residential street address and post office address of each director and officer of the corporation is as follows:

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code	Expiration of Term
PRESIDENT	NATHAN WILSON	68 BAY RD. NORTH FALMOUTH, MA 02556 USA 68 BAY RD. NORTH FALMOUTH, MA 02556 USA	December 2017
TREASURER	JOHN HARPER	509 GREENBRIER DRIVE SILVER SPRING, MD 20910 USA 509 GREENBRIER DRIVE SILVER SPRING, MD 20910 USA	December 2017
VICE PRESIDENT	ANNE PRINGLE	4 SOUTH ROBY ROAD MADISON, WI 53726 USA 4 SOUTH ROBY ROAD MADISON, WI 53726 USA	December 2017
CLERK	JOSEPH COHEN	21082 SW MEADOW WAY TUALATIN, OR 07062 USA 21082 SW MEADOW WAY TUALATIN, OR 07062 USA	December 2017
DIRECTOR	NATHAN WILSON	68 BAY RD. NORTH FALMOUTH, MA 02556 USA 68 BAY RD. NORTH FALMOUTH, MA 02556 USA	December 2017
DIRECTOR	ANNE PRINGLE	4 SOUTH ROBY ROAD MADISON, WI 53726 USA 4 SOUTH ROBY ROAD MADISON, WI 53726 USA	December 2017
DIRECTOR	JOHN HARPER	509 GREENBRIER DRIVE SILVER SPRING, MD 20910 USA 509 GREENBRIER DRIVE SILVER SPRING, MD 20910 USA	December 2017
DIRECTOR	JOSEPH COHEN	21082 SW MEADOW WAY TUALATIN, OR 07062 USA 21082 SW MEADOW WAY TUALATIN, OR 07062 USA	December 2017

c. The fiscal year (i.e., tax year) of the business entity shall end on the last day of the month of:
December

d. The name and business address of the resident agent, if any, of the business entity is:

Name: NATHAN WILSON
No. and Street: 68 BAY RD.
City or Town: NORTH FALMOUTH

State: MA Zip: 02556 Country: USA

I/We, the below signed incorporator(s), do hereby certify under the pains and penalties of perjury that I/we have not been convicted of any crimes relating to alcohol or gaming within the past ten years. I/We do hereby further certify that to the best of my/our knowledge the above-named officers have not been similarly convicted. If so convicted, explain:

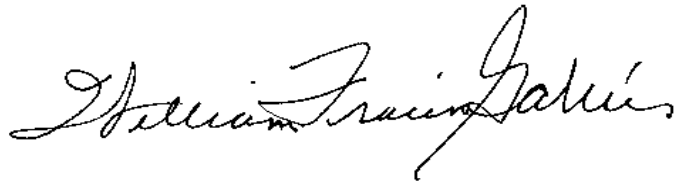
IN WITNESS WHEREOF AND UNDER THE PAINS AND PENALTIES OF PERJURY, I/we, whose signature(s) appear below as incorporator(s) and whose name(s) and business or residential address (es) beneath each signature do hereby associate with the intention of forming this business entity under the provisions of General Law, Chapter 180 and do hereby sign these Articles of Organization as incorporator(s) this 6 Day of November, 2016. (If an existing corporation is acting as incorporator, type in the exact name of the business entity, the state or other jurisdiction where it was incorporated, the name of the person signing on behalf of said business entity and the title he/she holds or other authority by which such action is taken.)

NATHAN WILSON

THE COMMONWEALTH OF MASSACHUSETTS

I hereby certify that, upon examination of this document, duly submitted to me, it appears that the provisions of the General Laws relative to corporations have been complied with, and I hereby approve said articles; and the filing fee having been paid, said articles are deemed to have been filed with me on:

November 06, 2016 07:41 PM

A handwritten signature in black ink, reading "William Francis Galvin". The signature is written in a cursive style with a large, stylized 'G' at the end.

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth