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FILED
Secretary of State
State of California

100 MAR 02 2015

**RESTATED ARTICLES OF INCORPORATION
OF**

TEHAMA COUNTY CATTLEMEN'S ASSOCIATION, INC.

The undersigned certify:

1. They are the President and Secretary, respectively, of Tehama County Cattlemen's Association, Inc., a California nonprofit corporation.
2. The Articles of Incorporation of this Corporation are amended and restated to read as follows:

ARTICLES OF INCORPORATION

OF

TEHAMA COUNTY CATTLEMEN'S ASSOCIATION, INC.

I.

The name of this Corporation is Tehama County Cattlemen's Association, Inc.

II.

A. This corporation is a nonprofit mutual benefit corporation organized under the Nonprofit Mutual Benefit Corporation Law. The purpose of this corporation is to engage in any lawful act or activity, other than credit union business, for which a corporation may be organized under such law.

B. The specific purpose of this corporation is to support the commercial production of beef cattle; the improvement and protection of range land; the protection of private property rights and private water rights which are essential to this purpose; and to promote the nutritive value of beef through advertising and education, including cooperation with the University of California and other agricultural educational institutions in practical research pertaining to the cattle industry.

III.

Notwithstanding any of the above statements of purpose 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 authorized number and qualifications for directors of this corporation shall be as set forth in the Bylaws of this corporation.

V.

This corporation elects to be governed by all of the provisions of the Nonprofit Corporation Law of 1980 not otherwise applicable to it.

VI.

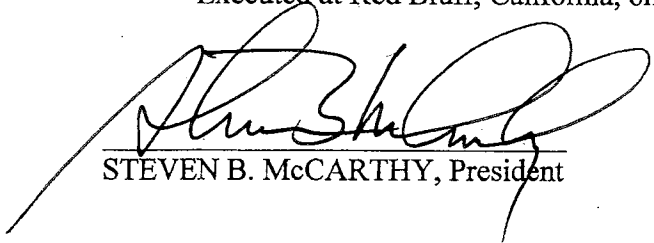
The Articles of Incorporation may be amended from time to time by the affirmative vote of a majority of the members of the corporation.

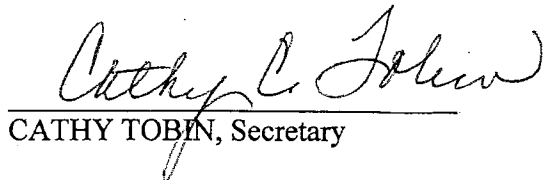
3. The foregoing amendment and restatement of Articles of Incorporation has been duly approved by the board of directors.

4. The foregoing amendment and restatement of Articles of Incorporation has been duly approved by the required vote of members.

The undersigned 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 their own knowledge.

Executed at Red Bluff, California, on February 25, 2015.


STEVEN B. McCARTHY, President


CATHY TOBIN, Secretary



FEB 25 2015

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