

**ARTICLES OF INCORPORATION OF
COASTAL ORGANICS COOPERATIVE, INC.**

Article 1. The name of this Corporation is Coastal Organics Cooperative, Inc.

Article 2. This Corporation is a cooperative corporation organized under the California Consumer Cooperative Corporation Law. The purpose of this Corporation is to engage in any lawful act or activity for which a corporation may be organized under such law.

Article 3. The name and address in the state of California of this Corporation's initial agent for service of process is Ryan F. Perkins, Britt & Perkins, LLP, PO Box 2655, Fort Bragg, CA 95437.

Article 4. The voting rights of each member of the Corporation are equal, and each member is entitled to one vote. The proprietary interests of each member of the Corporation are unequal, and the rules by which the proprietary interests are determined shall be prescribed in the Bylaws of the Corporation.

Article 5. The names and post office addresses of Directors who shall serve until the first annual meeting are:

Name	Address
Peter Loughran	185 Main Street, PO Box 801 Point Arena, CA 95468
Laura Smith	185 Main Street, PO Box 801 Point Arena, CA 95468
Michael Duggan	185 Main Street, PO Box 801 Point Arena, CA 95468
Roger Dent	185 Main Street, PO Box 801 Point Arena, CA 95468
Rose Mari	185 Main Street, PO Box 801 Point Arena, CA 95468

IN WITNESS WHEREOF, the undersigned, being the initial Directors of this Corporation, have executed these Articles of Incorporation on January 19, 2009.

Peter Loughran

Laura Smith

Michael Duggan

Roger Dent

Rose Mari

DECLARATION

We are the persons whose names are subscribed below. We collectively are all of the initial Directors named in the Articles of Incorporation, and we have executed these Articles of Incorporation. The foregoing Articles of Incorporation are our act and deed, jointly and severally.

Executed January 19, 2009, at Point Arena, California.
We, and each of us, declare that the foregoing is true and correct.

Peter Loughran

Laura Smith

Michael Duggan

Roger Dent

Rose Mari