

AZ CORPORATION COMMISSION  
FILED

DEC 07 2012

SEP 28 2012

FILE NO. 1792934-7

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Articles of Incorporation  
of  
TERRAIN PUBLISHING  
A Nonprofit Corporation

Pursuant to the provision of the Nonprofit Corporation Act of this state, the undersigned incorporators hereby adopt the following Articles of Incorporation:

**Article 1: Entity Name**

The name of this corporation is Terrain Publishing.

**Article 2: Membership**

This corporation WILL have members. The membership provisions of this corporation shall be stated in the bylaws of this corporation.

**Article 3: Registered Statutory Agent and Office Address  
(Arizona known place of business address):**

The name and address of the registered agent and registered office of this corporation is:

Simmons B. Buntin  
10367 E. Sixto Molina Ln.  
Tucson, AZ 85747

• See attached Statutory Agent Acceptance form M002 for further information.

• Optional mailing address of corporation and statutory agent:

Terrain Publishing  
P.O. Box 19161  
Tucson, AZ 85731

**Article 4: Character of Affairs / Statement of Purpose**

The purposes for which this corporation is organized are:

The purpose of this Corporation is to engage in any lawful act or activity for which corporations may be organized under the Nonprofit Corporation Law of Arizona, as they may be amended from time to time, provided, however, that the corporation shall only engage in acts or activities that are consistent with and in furtherance of its 501(c)3 tax-exempt purposes, which are described herein.

Said Corporation is organized exclusively for scientific, literary and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or 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 Internal Revenue Code of 1986, or corresponding section of any future federal tax code. To the extent that the following conforms to such scientific, literary and educational purposes, performed in the public's interest and for public benefit, the general nature of the business to be transacted by the corporation is more specifically as follows:

1. Terrain Publishing publishes digital and print media such as websites and books, including Terrain.org—an established venue for scientific, literary and educational artistic endeavors—thereby providing information and instruction for the public on subjects useful to the individual and beneficial to the community.
2. Terrain Publishing hosts and sponsors educational workshops and literary events, in order to further its discourse, outreach, and promotion of science and the arts to the general public.

#### **Article 5: Number, Names, and Addresses of Initial Directors**

The number of initial directors of this corporations shall be THREE and the names and addresses of the initial directors are as follows:

Simmons B. Buntin  
10367 E. Sixto Molina Ln.  
Tucson, AZ 85747

Alison Hawthorne Deming  
4580 N. Via Madre  
Tucson, AZ 85749

Scott Calhoun  
5331 S. Civano Blvd.  
Tucson, AZ 85747

See attached Certificate of Disclosure form C003 for further information.

#### **Article 6: Names and Addresses of Incorporators**

The name(s) and address(es) of the incorporator(s) of this corporation is/are:

Simmons B. Buntin  
10367 E. Sixto Molina Ln.  
Tucson, AZ 85747

Craig Reinbold  
3125 N. Cherry Ave.

### **Article 7: Duration of Corporation**

This corporation will exist in perpetuity.

### **Article 8: Additional Provisions**

- 1) Upon dissolution of this corporation:** The property of this corporation is irrevocably dedicated to scientific, literary and educational purposes. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for scientific, literary and educational purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.
- 2) Limitation on political activities:** No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.
- 3) Limitation on private inurement:** No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein.
- 4) General limitations on nonprofit activities:** Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.
- 5) Assurance against discrimination:** This corporation will not practice or permit discrimination on the basis of sex, age, race, national origin, religion, or physical handicap or disability.

The undersigned incorporators hereby declare under *penalty of perjury* that the statements made in the foregoing Articles of Incorporation are true, and that this document together with any attachments is submitted in compliance with Arizona law.

Simmons B. Buntin, Incorporator  
10367 E. Sixto Molina Ln.  
Tucson, AZ 85747

  
Signature

Simmons B. Buntin  
Printed Name

9/26/12  
Date

Craig Reinbold, Incorporator  
3125 N. Cherry Ave.  
Tucson, AZ 85719

  
Signature

Craig Reinbold  
Printed Name

9/26/12  
Date

DO NOT WRITE ABOVE THIS LINE; RESERVED FOR AOC USE ONLY.

## STATUTORY AGENT ACCEPTANCE

*Please read Instructions*

1. **ENTITY NAME** – give the exact name in Arizona of the corporation or LLC that has appointed the Statutory Agent:

Terrain Publishing

2. **A.C.C. FILE NUMBER** (if entity is already incorporated or registered in Az): 523070  
Find the A.C.C. file number on the upper corner of filed documents OR on our website at:

3. **STATUTORY AGENT NAME** – give the exact name of the Statutory Agent appointed by the entity listed in number 1 above (this will be either an individual or an entity):

Simmons B. Buntin

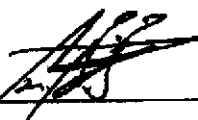
- 3.1 Check one box: ☒ The statutory agent is an Individual (natural person).  
☐ The statutory agent is an Entity.

### STATUTORY AGENT SIGNATURE:

By the signature appearing below, the individual or entity named in number 3 above accepts the appointment as statutory agent for the entity named in number 1 above, and acknowledges that the appointment is effective until the entity replaces the statutory agent or the statutory agent resigns, whichever occurs first.

By checking the box marked "I accept" below, I acknowledge *under penalty of perjury* that this document together with any attachments is submitted in compliance with Arizona law.

☒ I ACCEPT

  
Signature

SIMMONS B. BUNTIN  
Printed Name

9/26/12  
Date

**REQUIRED** – check only one:

☒ **Individual as statutory agent:** I am signing on behalf of myself as the individual

☐ **Entity as statutory agent:** I am signing on behalf of the entity named as statutory agent, and I am authorized to act for that entity.

Filing Fee: none (regular processing)  
Expedited processing – add \$35.00 to filing fee.  
All fees are nonrefundable – see Instructions.

Mail: Arizona Corporation Commission - Corporate Filings Section  
1300 W. Washington St., Phoenix, Arizona 85007  
Fax: 602-542-4100

Please be advised that A.C.C. forms reflect only the minimum provisions required by statute. You should seek private legal counsel for those matters that may pertain to the individual needs of your business.  
All documents filed with the Arizona Corporation Commission are public record and are open for public inspection.  
If you have questions after reading the Instructions, please call 602-542-3026 or (within Arizona only) 800-345-5819.

DO NOT WRITE ABOVE THIS LINE; RESERVED FOR ACC USE ONLY.

## CERTIFICATE OF DISCLOSURE

*Read the Instructions*

**1. ENTITY NAME** – give the exact name of the corporation in Arizona:

Terrain Publishing

**2. A.C.C. FILE NUMBER** (if already incorporated or registered in AZ): 523070

Find the A.C.C. file number on the upper corner of filed documents OR on our website at: <http://www.azcc.com>

**3. Check only one of the following to indicate the type of Certificate:**

- ☒ Initial (accompanies formation or registration documents)  
☐ Annual (credit unions and loan companies only)  
☐ Supplemental to COD filed \_\_\_\_\_ (supplements a previously-filed Certificate of Disclosure)

**4. FELONY/JUDGMENT QUESTIONS:**

Has any person (a) who is currently an officer, director, trustee, or incorporator, or (b) who controls or holds over ten per cent of the issued and outstanding common shares or ten per cent of any other proprietary, beneficial or membership interest in the corporation been:

<b>4.1</b>	Convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven year period immediately preceding the signing of this certificate?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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<b>4.2</b>	Convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses or restraint of trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the signing of this certificate?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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<b>4.3</b>	Subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven-year period immediately preceding the signing of this certificate, involving any of the following: a. The violation of fraud or registration provisions of the securities laws of that jurisdiction; b. The violation of the consumer fraud laws of that jurisdiction; c. The violation of the antitrust or restraint of trade laws of that jurisdiction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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<b>4.4</b>	If any of the answers to numbers 4.1, 4.2, or 4.3 are YES, you <b>MUST</b> complete and attach a _____ form C004.
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**5. BANKRUPTCY QUESTION:**

**5.1** Has any person (a) who is currently an officer, director, trustee, incorporator, or (b) who controls or holds over twenty per cent of the issued and outstanding common shares or twenty per cent of any other proprietary, beneficial or membership interest in the corporation, served in any such capacity or held a twenty per cent interest in any other corporation (not the one filing this Certificate) on the bankruptcy or receivership of the other corporation?

☐ Yes☒ No

**5.2** If the answer to number 5.1 is YES, you MUST complete and attach a Certificate of Disclosure Bankruptcy Attachment form C005.

**IMPORTANT:** If within 60 days of the delivery of this Certificate to the A.C.C. any person not included in this Certificate becomes an officer, director, trustee or person controlling or holding over ten per cent of the issued and outstanding shares or ten per cent of any other proprietary, beneficial or membership interest in the corporation, the corporation must submit a SUPPLEMENTAL Certificate providing information about that person, signed by all incorporators or by a duly elected and authorized officer.

**SIGNATURE REQUIREMENTS:**

Initial Certificate of Disclosure:	This Certificate must be signed by all incorporators. If more space is needed, complete and attach an _____ form C084.
Foreign corporations:	This Certificate may be signed by a duly authorized officer or by the Chairman of the Board of Directors.
Credit Unions and Loan Companies:	This Certificate must be signed by any 2 officers or directors.

**Craig Reinbold**

Name

**3125 N. Cherry Avenue**

Address 1

Address 2

**Tucson****AZ****85719**

City

**UNITED STATES**

Country

State

Zip

**SIGNATURE -**

By checking the box marked "I accept" below, I acknowledge under penalty of perjury that this document together with any attachments is submitted in compliance with Arizona law.

 ☒ I ACCEPT

Signature

**CRAIG REINBOLD**

Printed Name

**9/26/2012**

Date

**REQUIRED - check only one:**

- ☒ **Incorporator** - I am an incorporator of the corporation submitting this Certificate.
- ☐ **Officer** - I am an officer of the corporation submitting this Certificate.
- ☐ **Chairman of the Board of Directors** - I am the Chairman of the Board of Directors of the corporation submitting this Certificate.
- ☐ **Director** - I am a Director of the credit union or loan company submitting this Certificate.

**Simmons B. Buntin**

Name

**10367 E. Sixto Molina Ln.**

Address 1

Address 2

**AZ****85747**

City

**UNITED STATES**


Country

State

Zip

**SIGNATURE -**

By checking the box marked "I accept" below, I acknowledge under penalty of perjury that this document together with any attachments is submitted in compliance with Arizona law.

 ☒ I ACCEPT

Signature

**SIMMONS B. BUNTIN**

Printed Name

**9/26/12**

Date

**REQUIRED - check only one:**

- ☒ **Incorporator** - I am an incorporator of the corporation submitting this Certificate.
- ☐ **Officer** - I am an officer of the corporation submitting this Certificate.
- ☐ **Chairman of the Board of Directors** - I am the Chairman of the Board of Directors of the corporation submitting this Certificate.
- ☐ **Director** - I am a Director of the credit union or loan company submitting this Certificate.

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Expedited processing - add \$35.00 to filing fee.  
All fees are nonrefundable - see Instructions.

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