

**ARTICLES OF INCORPORATION
OF
SEVANANDA COOPERATIVE**

Incorporated 11/16/94; Amended 4/28/96

**Articles of Incorporation
of
Sevananda Cooperative**

Executed by the undersigned for the purpose of forming a Wisconsin cooperative corporation under Chapter 185 of the Wisconsin Statutes.

Article 1. The name of the cooperative is Sevananda Cooperative.

Article 2. The purposes of the cooperative shall be to engage in any lawful activities authorized by Chapter 185 of the Wisconsin Statutes.

Article 3. The registered agent and registered office of the cooperative are:

Scott Herrick
3 S. Pinckney Street, Suite 715
Madison WI 53703[DANE COUNTY]

Article 4. The cooperative is organized with capital stock in two classes. Class A stock shall be the membership stock of the cooperative with voting rights and other entitlements pertaining thereto as provided by law and by the bylaws of the cooperative, and which shall have the par value of Twenty Dollars (\$20.00) per share. No dividend shall be declared or paid with respect to Class A stock. Class B stock may be issued only to holders of Class A stock, shall have no voting power, and shall have the par value of One Hundred Dollars (\$100.00) per share. Dividends may be paid on Class B stock at the discretion of the Board of Directors, but, if declared, shall not exceed eight percent (8%) per annum and shall not be cumulative. The cooperative reserves all rights to acquire or recall any stock of any class and to define, control, and restrict the issuance and transferability of all stock.

Article 5. Capital stock is authorized in the number of 50,000 shares of Class A stock and 10,000 shares of Class B stock.

Article 6. Upon liquidation, the Board of Directors shall distribute any net assets as follows: first, to the holders of Class B stock, in proportion to the par value of stock held, up to the par value of the stock; second, to the holders of Class A stock, in proportion to the par value of stock held, up to the par value of the stock; third, to the holders of any non-stock allocated equity interests, including without limitation undistributed patronage allocations, in proportion to the par value of such interests, up to the par value of such interests; fourth, in the discretion of the Board of Directors, to one

or more cooperative corporations whose Articles of Incorporation contain limitations on distribution of assets and payment of proceeds of liquidation substantially equivalent to those governing this Cooperative; fifth, to one or more organizations exempt from federal income taxation under 26 USC 501(c)(3).

Article 7. Pursuant to 185.61(4)(a), Wisconsin Statutes, or successor provisions, a plan of merger or consolidation shall require the approval of a majority of the votes of any stockholders.

Article 8. The initial Board of Directors of the Cooperative shall consist of:

Scott Anderson, 814 Virgil Street NE, Atlanta GA 30307
Lavern Bradley., 3034 Highbury Trail SW, Atlanta GA 30354
Jacqueline Coppage, 743 Scott Boulevard #4, Decatur GA 30030
Myrtice Dye, 2807 Landrum Drive SW, Atlanta GA 30311
Bob Hughes, 1111 Euclid Ave, Atlanta GA 30307
Muhsin Bey Oludumare, 1692 Laurelwood Drive, Atlanta GA 30311
Jerry Pennick, 4245 Jeffrey Drive, College Park GA 30340
Jackie Shane, 207 Landsdowne Ave., Decatur GA 30030
Mable Thomas, 765 Jones Ave. NW, Atlanta, GA 30314

Article 9. The name, address, and executing signatures of the incorporators appear individually below and on successive attached pages. These Articles are executed in duplicate and shall be considered executed on the date of the latest individual execution, that is, October 18, 1994.