

3346499

**ARTICLES OF INCORPORATION
OF THE
HOP QUALITY GROUP**

**A California Nonprofit Mutual Benefit Corporation
(A § 501(c)(6) Nonprofit Corporation)**

ARTICLE I

The name of the corporation is the HOP QUALITY GROUP.

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

JAN - 3 2011

ARTICLE II

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. In addition, this corporation:

A. shall be operated exclusively for educational, charitable, and scientific purposes within the meaning of §501(c)(6) of the Internal Revenue Code of 1986, as now in effect or as may hereafter be amended ("the Code");

B. the specific purpose of this corporation is to develop standards for, and promote the quality of hops grown, produced and processed for the craft brewing industry in the United States, as more specifically described in the corporation's Bylaws, and this corporation is intended to be an association of persons having a common business interest, whose primary purpose is to promote the common business interest of its members, and not to engage in a regular business of a kind ordinarily carried on for profit.

**ARTICLE III
Membership**

The corporation shall have members as provided in the Bylaws.

**ARTICLE IV
Membership Certificates Assessable**

The corporation shall have the authority at its discretion to levy and collect assessments and user fees upon all membership certificates issued by the corporation and all such assessments shall be a lien upon the membership certificates from the date of levy.

**ARTICLE V
Suspension and Forfeiture of Membership Certificates**

If any membership certificate becomes delinquent in the payment of assessments or other rules established by the corporation, the corporation shall have the authority in its discretion to suspend the right to vote of the holder of any such delinquent membership certificate, or to initiate civil action against the holder of such delinquent membership certificate for the recovery of all delinquent amounts.

ARTICLE VI
Agent for Service of Process

The name and address in the State of California of the corporation's initial agent for service of process are:

Vinnie Cilurzo
1812 Ferdinand Court
Santa Rosa, CA 95404

ARTICLE VII
Tax Exempt Provisions

Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not carry on any activities not permitted to be carried on (A) by a corporation exempt from federal income taxation under Section 501(c)(6) of the Code, and (B) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code. No part of the net earnings of the corporation shall inure to the benefit of any member or individual. No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, except as may be permitted under Section 501(h) of the Code, and the corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE VIII
Indemnification of Directors and Officers

The corporation shall indemnify (including the advancement of expenses) to the fullest extent permitted by the Nonprofit Mutual Benefit Corporation Law of the State of California, any person who is made, or threatened to be made, a party to an action, suit or proceeding, whether civil, criminal, administrative, investigative or other (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation. The right to and amount of indemnification (including any advancement of expenses) shall be determined in accordance with the provisions of the Nonprofit Mutual Benefit Corporation Law in effect at the time of the determination.

IN WITNESS WHEREOF, the undersigned, being the incorporator of the HOP QUALITY GROUP, has executed these Articles of Incorporation on January 3, 2011.


Robert L. Quail, Incorporator