



NEW MEXICO PUBLIC REGULATION COMMISSION

Certificate Of Incorporation

OF

LOS ALAMOS BEER COOPERATIVE

4644280

The Public Regulation Commission certifies that the Articles Of Incorporation, duly signed and verified pursuant to the provisions of the

Cooperative Association Act

(53-4-1 To 53-4-45 NMSA 1978)

have been received by it and are found to conform to law. Accordingly, by virtue of the authority vested in it by law, the Public Regulation Commission issues this Certificate Of Incorporation and attaches hereto a duplicate of the Articles Of Incorporation.

Dated : **July 25, 2012**

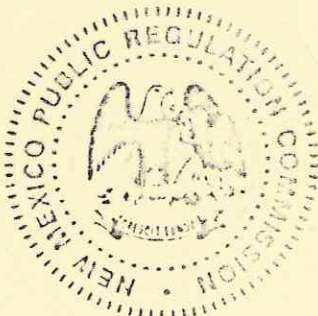
In testimony whereof, the Public Regulation Commission of the State of New Mexico has caused this certificate to be signed by its Chairman and the seal of said Commission to be affixed at the city of Santa Fe.

Stacy Starr-Garcia

Bureau Chief

Patrick H. Lyons

Chairman



COUNTY OF LOS ALAMOS
STATE OF NEW MEXICO

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This Instrument Was Filed For Record On 09/07/2012 10:23 AM
And Was Duly Recorded as Instrument # 214423
Of The Records Of Los Alamos County

Witness My Hand And Seal Of Office
County Clerk, Los Alamos, NM
Gloria A Maestas - Deputy



ARTICLES OF INCORPORATION
OF
LOS ALAMOS BEER COOPERATIVE

The Undersigned, acting as incorporators to form a Cooperative Association under the New Mexico Cooperative Association Act (53-4-1 to 53-4-45 NMSA 1978) adopt the following Articles of Incorporation:

ARTICLE ONE: The corporate name of the association is:

Los Alamos Beer Cooperative

ARTICLE TWO: The purpose or purposes is to investigate, promote and implement the craft beer industry and to engage in other lawful activities as its owners shall authorize.

ARTICLE TWO: The duration of existence of the association is perpetual.

ARTICLE THREE: The association is initially authorized to issue 3000 shares of capital stock of the following description:

2000 shares Class A, Par Value: \$250 per certificate. Class A stock shall be the membership (equity) stock of the association. Each member shall hold only one share of Class A stock, and eligible holders shall be entitled to one vote. No dividends shall be paid on Class A stock. Class A stock is not transferable and shall only be traded on the books of the association. Class A stockholders may request the association's Board of Directors to redeem their stock at any time. Any redemption request requires approval of the association's Board of Directors.

1000 shares Class B, Par Value \$100 per certificate. Class B stock may be issued for cash or in payment of patronage refunds to any member. Class B stock is not transferable and shall only be traded on the books of the association. Class B stockholders may request the association's board of Directors to redeem their stock at any time. Any redemption request requires approval of the association's Board of Directors.

ARTICLE FOUR: The amount of initial authorized capital is \$600,000 (six hundred thousand dollars), however, there is no limit on capitalization acquired through retained earnings or retained patronage refunds.

ARTICLE FIVE: Only individuals are eligible to purchase shares. No person may own more than one (1) Class A share. There is no limit an individual may own of Class B Shares.

ARTICLE SIX: The minimum number of shares that shall be owned in order to qualify for membership in the association is one Class A share. Application for general membership and eligibility will be set forth in the by-laws of the association.

ARTICLE SEVEN: Any surplus, upon dissolution of the association, shall be distributed in conformity with the requirements of the Cooperative Association Act [Chapter 53, Article 4 NMSA 1978] for division of such surplus.

ARTICLE EIGHT: The name of the association's initial registered agent is **Micheline Devaurs**. The street address and city of the Company's initial registered office and principal place of business is 2067 47th Street, Los Alamos, NM 87544.

ARTICLE NINE: The name and address of the incorporators are:


<u>NAME</u>	<u>ADDRESS</u>
KEVIN ANDERSON	455 Ridgecrest Avenue, Los Alamos, NM 87544
MICHELINE DEVAURS	2067 47 th Street, Los Alamos, NM 87544
AMY ENGLE	2875 Arizona Avenue, Los Alamos, NM 87544
VLAD HENZL	2281 48 th Street, Los Alamos, NM 87544
STEVE A. WATTS	1141 11 th Street, Los Alamos, NM 87544

ARTICLE TEN: The name and address of each director who shall manage the affairs of the association for the first year, unless changed by vote of the members is:

KEVIN ANDERSON	455 Ridgecrest Avenue, Los Alamos, NM 87544
MICHELINE DEVAURS	2067 47 th Street, Los Alamos, NM 87544
AMY ENGLE	2875 Arizona Avenue, Los Alamos, NM 87544
VLAD HENZL	2281 48 th Street, Los Alamos, NM 87544
STEVE A. WATTS	1141 11 th Street, Los Alamos, NM 87544

Dated: 7/10/12

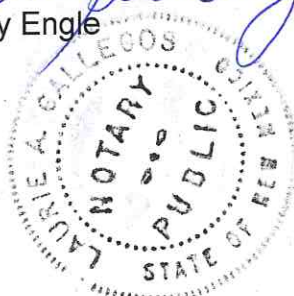

Kevin Anderson


Micheline Devaurs


Amy Engle


Vlad Henzl


Steve A. Watts



FILED
NMPRC
Corporation Bureau JUL 25 2012

STATEMENT OF ACCEPTANCE OF APPOINTMENT
BY DESIGNATED INITIAL REGISTERED AGENT

I, **MICHELINE DEVAURS**, hereby acknowledge that the undersigned individual or corporation accepts the appointment as Initial Registered Agent of

Los Alamos Beer Cooperative

the association which is named in the annexed Articles of Incorporation.

Micheline Devaurs

MICHELINE DEVAURS

RECEIVED
NMPRC
Corporation Bureau JUL 25 2012