ARTICLES OF INCORPORATION
OF
GLOBAL WARMING MITIGATION PROJECT

State Corporation Commission
Commonwealth of Virginia

I, the undersigned natural person of the age of eighteen years or more, acting as the incorporator, adopt the following Articles of Incorporation pursuant to the Chapter 10 of Title 13.1 of the Code of Virginia:

FIRST: The name of the Corporation is Global Warming Mitigation Project.

SECOND: The period of duration is perpetual.

THIRD: The Corporation shall have no members.

FOURTH: The Corporation is organized and will be operated exclusively for charitable and educational purposes under section 501(c)(3) of the Internal Revenue Code to identify, reward and encourage efforts to mitigate Global Warming in the United States and elsewhere.

In pursuance of its purposes the Corporation shall have the powers to do all things necessary, proper and consistent with obtaining and maintaining its tax-exempt status under section 501(c)(3). All references to sections in these Articles refer to the Internal Revenue Code of 1986 as amended or to corresponding sections of subsequent internal revenue laws.

FIFTH: No part of the net earnings of the Corporation shall inure to the benefit of or be distributed to any director, employee or other individual, partnership, estate, trust or corporation having a personal or private interest in the corporation. Compensation for services actually rendered and reimbursement for expenses actually incurred in attending to the affairs of the corporation shall be limited to reasonable amounts.

SIXTH: No part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation to an extent that would disqualify it for tax exemption under section 501(c)(3), 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.
Notwithstanding any other provision of these Articles or of any Bylaws adopted thereunder, the Corporation shall not take any action not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) or by any other laws then applicable to the Corporation.

SEVENTH: Upon dissolution of the Corporation, its assets shall be disposed of exclusively for one or more exempt purposes within the meaning of section 501(c)(3), or distributed to such organizations organized and operated exclusively for charitable purposes which shall, at the time, qualify as exempt organizations under section 501(c)(3), or to the Federal government or to a state or local government, for a public purpose.

EIGHTH: The initial registered agent is InCorp Services, Inc., a corporation authorized to transact business in Virginia. The address, including street, number, and county, of its registered office is 7288 Hanover Green Drive, Mechanicsville, VA 23111, located in the County of Hanover.

NINTH: The internal affairs of the Corporation shall be regulated by its Board of Directors as described in the Bylaws. The members of the Board of Directors shall be those individuals elected, from time to time, by the current Board of Directors.

The number of directors constituting the initial Board of Directors is one (1), and the names and addresses of the persons who are to serve as the initial directors until the first annual meeting, or until their successors are elected and qualified, are:

1. Michael Klein
   1133 Connecticut Avenue NW, Suite 810
   Washington, DC 20036

TENTH: The name and address, including street and number, of the incorporator is Gail Harmon, 1725 DeSales Street NW, Suite 500, Washington, DC 20036.

Gail Harmon

Date: 10/3/17