

**ZICK, VOSS, POLITTE & RICHARDSON**  
A Professional Corporation  
ATTORNEYS AT LAW

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January 25, 2017

Missouri Evergreen  
c/o Mr. Steve Campbell  
308 Hawthorne Drive  
Union, MO 63084

Re: *Missouri Evergreen* ("Company")

Dear Steve:

I am pleased to advise that the Company now has been legally formed in the Missouri Secretary of State's office.

Enclosed please find copies of the Certificate of Incorporation and Articles of Incorporation of a Nonprofit Corporation. While you should retain these copies for your personal files I have also begun the formation of a corporate minute book on behalf of the Company.

The following is the status of various other matters concerning the initial organization and application for tax exempt status of the Company:

1. I am in the process of preparing IRS Form 1023, the Application for Tax Exempt Status. Please understand it will take some time to complete this lengthy application and gather all necessary supporting documentation. We will work diligently to complete this and as soon as it is completed we will file it with the appropriate offices.
2. I am also in the process of drafting a conflict of interest policy for the Company. This is a required component of any tax exempt application.
3. We also need to discuss amending the Company's Bylaws. Most of the adjustments will be relatively minor and are done to ensure conformity with acceptable IRS guidelines. I will prepare a draft of proposed changes and allow you discuss this with the board.
4. At this time, I have not filed a fictitious name registration. I do not believe one will be necessary because the official name of the Company is "Missouri Evergreen." There is no evidence of corporateness in the name (e.g. "LLC") because such is not required in a nonprofit organization.

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5. I have not proceeded to file for any trade name, trade mark or copy right protection for the Company. You should understand that there is no such protection obtained solely by virtue of forming the Company.

6. You will need to talk to your insurance agents and obtain appropriate liability insurance, as well as errors and omissions insurance.

7. You may also care to get in touch with your banker and have them send you a banking resolution for any Company accounts, to be signed by the appropriate members, as the bank will normally want an authorization on their own form.

8. You need to advise if you have any permits or authorizations held through any agencies such as the Missouri Department of Natural Resources, EPA, etc., which you need to have assigned or transferred to the name of the Company. Also, if there are any business licenses, permits, etc., which you need to acquire, I will assume that you will pursue securing such permits, unless you contact me for assistance.

9. I have not sent any accountants or bookkeepers a copy of all of the foregoing documents. If you desire for me to send copies to an accountant, for his or her review, I would be happy to do so.

Please review this information and the enclosed documents at your earliest convenience. Should you have any questions or concerns, please do not hesitate to contact me.

Thank you for allowing me to assist you and Missouri Evergreen.

Sincerely,

ZICK, VOSS, POLITTE & RICHARDSON  
A Professional Corporation

By:   
Sean D. Brinker

SDB:Imi  
Enclosures