I, MARCH FONG EU, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the corporate record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this

DEC 22 1988

March Fong Eu
Secretary of State
NATIONAL CENTER FOR LESBIAN RIGHTS

ARTICLES OF INCORPORATION

ONE: The name of this corporation is National Center for Lesbian Rights.

TWO: (a) This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for charitable purposes.

THREE: The name and address in this state of the corporation's initial agent for service of process is Bonnie G. Ross, 8th Floor, Three Embarcadero Center, San Francisco, CA 94111.

FOUR: (a) This corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

(b) Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

(c) No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

FIVE: (a) The property of this corporation is irrevocably dedicated to the purposes set forth in Article TWO above. No part of the net income or assets of this organization shall ever inure to the benefit of any director, officer, or member of this corporation, or the benefit of any private person.

(b) Upon the winding up and dissolution of this corporation, and after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a nonprofit fund, foundation, or corporation that is organized and operated exclusively for charitable or educational purposes and that has established its tax-exempt status under Section 501(c)(3) of
the Internal Revenue Code, or the corresponding provisions of any future federal tax law.

(c) The purposes contained in this Article FIVE are limited to those meeting the requirements for a welfare exemption under Section 214 of the California Revenue & Taxation Code.

SIX: Notwithstanding any other provisions of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

DATED: 21 December, 1988

Bonnie G. Ross, Incorporator