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FILED *RSD*
Secretary of State
State of California

MAR 27 2013

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CERTIFICATE OF AMENDMENT AND RESTATEMENT
OF THE
ARTICLES OF INCORPORATION
OF
SAN FRANCISCO BAR ASSOCIATION
VOLUNTEER LEGAL SERVICES PROGRAM

Christopher Kearney and Michael Tubach certify that:

1. They are the President and the Secretary, respectively, of San Francisco Bar Association Volunteer Legal Services Program, a California nonprofit public benefit corporation.
2. The Articles of Incorporation of this corporation are hereby amended and restated as set forth in the attached Articles of Incorporation, which are incorporated by this reference as if set forth in full in this Certificate.
3. The foregoing amendment and restatement has been duly approved by this corporation's Board of Directors.
4. This corporation has no members.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true of our own knowledge.

DATED: March 15, 2013

CK
Christopher Kearney, President

DATED: March 15, 2013

Michael Tubach
Michael Tubach, Secretary

ARTICLES OF INCORPORATION
OF
THE JUSTICE AND DIVERSITY CENTER OF
THE BAR ASSOCIATION OF SAN FRANCISCO

ARTICLE I

The name of this corporation is The Justice and Diversity Center of the Bar Association of San Francisco.

ARTICLE II

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.

B. The specific and primary purpose of this corporation is to provide civil legal services exclusively within California to persons who are indigent and thereby to carry out The Bar Association of San Francisco's purpose of furthering the honor, dignity, and public usefulness of the legal profession. Further, this corporation's purpose shall include helping indigent people gain access to critical legal services by mobilizing members of The Bar Association of San Francisco through compelling and relevant pro bono opportunities and by serving as a leader in the national dialogue about pro bono and legal services. This corporation shall also work to provide educational and training opportunities, financial support and mentoring to students from underserved and diverse communities.

ARTICLE III

A. This corporation is organized and operated exclusively for exempt purposes within the meaning of Section 501(c)(3) of the Code. Notwithstanding any other provision of these Articles, this corporation shall not carry on any activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (2) by a corporation, contributions to which are deductible under Sections 170(c)(2), 2055(a)(2), 2106(a)(2)(A)(ii), 2522(a)(2), or 2522(b)(2) of the Code.

B. Except as permitted by law, no substantial part of the activities of this corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall this corporation participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE IV

The property of this corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member (if any) of this corporation, or to the benefit of any private person. Upon the winding up and dissolution of this corporation and after paying or adequately providing for the debts and obligations of this corporation, the remaining assets shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and that has established its tax-exempt status under Section 501(c)(3) of the Code.



I hereby certify that the foregoing transcript of 3 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

APR 29 2013

Date: RH

Debra Bowen
DEBRA BOWEN, Secretary of State