



# State of California



## SECRETARY OF STATE

I, *Kevin Shelley*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

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

JUL 12 2004



*Kevin Shelley*  
Secretary of State

## ARTICLES OF INCORPORATION

## I

JUN 10 2004

KEVIN SHELLEY  
Secretary of State

The name of this corporation is ProCon.org.

## 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 public and charitable purposes.

B. The specific purpose of this corporation is to educate, to maintain an educational web site, and provide educational material, including educational information about contemporary issues.

## III

The name and address in the State of California of this corporation's initial agent for service of process is:

Name: Steve Markoff  
Address: ProCon.org,  
100 Wilshire Boulevard, 3rd Floor  
Santa Monica, CA 90401

## IV

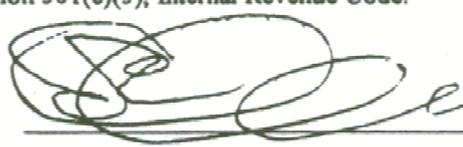
A. This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3), Internal Revenue Code.

B. 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.

## V

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 thereof or to the benefit of any private person. The dedication of the assets to charitable purposes shall be defined

and understood to be that the assets and net income of the corporation (i) shall be dedicated to charitable purposes; (ii) shall not be transferred out of the corporate entity into the name of a private person except as consistent with this section V and its subparts, and (iii) shall allow the corporation to pay reasonable or necessary expenses, salaries, or other disbursements to entities and private persons, including officers or members, if such disbursements are not otherwise prohibited by the Internal Revenue Code and regulations. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3), Internal Revenue Code.



6/8/04

Steve Markoff, Incorporator

