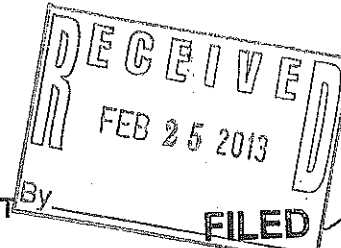


A0737427



CERTIFICATE OF AMENDMENT

OF

ARTICLES OF INCORPORATION

Secretary of State
State of California

JAN 14 2013

C 0206773

The undersigned certify that:

1. They are the Chairperson of the Board and the Secretary, respectively, of The University Corporation, San Francisco State a California corporation.
2. Article IV of the Articles of Incorporation of this corporation is amended to read as follows:

ARTICLE IV Dissolution

It is intended that this Corporation shall exist in perpetuity. In the event of dissolution of this Corporation, net assets other than trust funds shall be distributed for the benefit of San Francisco State University to a successor approved by the President of the San Francisco State University and by the Chancellor of the California State University, consistent with the requirements of the United States Internal Revenue Code and other applicable laws.

3. The foregoing amendment of Articles of Incorporation has been duly approved by the Board of Directors.
4. The amendment has been approved by the required vote of members at its meeting of December 7, 2012 as noted in resolution #20121207-04.

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 and correct of our own knowledge.

Date: 1-9-13

Charlotte Ferretti, Chairperson of the Board

Jason Porth, Secretary

A0663130

State of California
Secretary of State



I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 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 06 2007

Debra Bowen

DEBRA BOWEN
Secretary of State

A0663130

ENDORSED - FILED
In the office of the Secretary of State
of the State of California

CERTIFICATE OF AMENDMENT

JUN 26 2007

OF

ARTICLES OF INCORPORATION

The undersigned certify that:

1. They are the Chairman of the Board and the Secretary, respectively, of the San Francisco State University Foundation, Inc., a California corporation.
2. Article I of the Articles of Incorporation of this corporation is amended to read as follows:

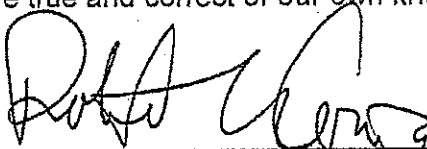
ARTICLE I. Corporate Name.

The name of this corporation is The University Corporation, San Francisco State.

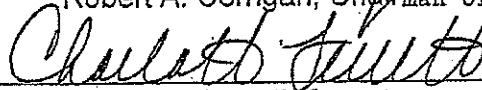
3. The foregoing amendment of Articles of Incorporation has been duly approved by the Board of Directors.
4. The corporation has no members.

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 and correct of our own knowledge.

Date: June 13, 2007



Robert A. Corrigan, Chairman of the Board



Charlotte Ferretti, Secretary



State of California
Secretary of State



I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 35 page(s) was prepared by and in this office from the record on file, 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

AUG 25 2007

Debra Bowen

DEBRA BOWEN
Secretary of State

BEST COPY AVAILABLE

EXEMPTED FROM PAYMENT OF
MINIMUM FRANCHISE TAX 6-17-46

FILED

In the office of the Secretary of State
of the State of California

JUN 17 1946

FRANK M. JOHNSON, Secretary of State

W. J. [Signature]
Deputy

OFFICE OF
Secretary of State
Corporation Number
206723

ARTICLES OF INCORPORATION

OF

SAN FRANCISCO STATE COLLEGE FOUNDATION

We, the undersigned, citizens and residents of the State of California, do hereby associate ourselves for the purpose of forming a non-profit corporation under the provisions of TITLE XII OF PART IV OF DIVISION I OF THE CIVIL CODE OF THE STATE OF CALIFORNIA, and we hereby set forth, declare and certify that:

FIRST:

The name of this corporation is:

SAN FRANCISCO STATE COLLEGE FOUNDATION

SECOND:

The purposes for which this corporation is formed are as follows:

To promote and assist the educational services of the San Francisco State College or such institution as shall succeed to the properties and functions of said College, and to apply the funds and properties coming into its hands toward furthering the educational services carried on or approved by the administrative officers of said San Francisco State College.

To enter into, make and perform contracts and agreements; to purchase or otherwise acquire, hold, lease, encumber, sell, assign, transfer, mortgage, pledge, hypothecate, exchange or otherwise dispose of any securities, evidence of debt or other property in the same manner and to the same extent as a natural person might or could do:

Restriction of right
to amend articles

Yes

No

To take gifts of both real and personal property; to sue and defend; to borrow money and give promissory notes or bonds therefor and secure payment thereof by mortgage or deed of trust; to loan money upon or without security.

To receive bequests and devises by will or upon trusts to the same extent as a natural person;

To do whatever may be necessary or convenient in the conduct of its business to accomplish the purposes of said corporation;

To perform all other acts within or without the State of California to the same extent as a natural person could do.

The foregoing provisions shall be construed as both purposes and powers, but no recitation, expression or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressly declared that all other lawful powers not inconsistent herewith are hereby included.

This corporation does not contemplate pecuniary gain or profit to the members thereof and in the event of dissolution, its property will be donated to the State of California to be used or expended for the benefit of the San Francisco State College.

THIRD:

The principal office for the transaction of the business of the corporation will be located in the city and county of San Francisco, State of California.

FOURTH:

There shall be seven (7) directors who shall be known as governors; the names and addresses of the persons who are to act as the first governors (in a capacity equivalent to that of directors) and until the selection and qualification of their successors, are as follows:

<u>Bertie H. Monroe</u>	<u>2421 Larkin Street, San Francisco 9</u>
<u>David J. Cox</u>	<u>124 Buchanan Street, San Francisco 2</u>
<u>J. Paul Leonard</u>	<u>124 Buchanan St. San Francisco</u>
<u>May Carmody</u>	<u>1696 Mission St " "</u>
<u>Charles L. Wheeler</u>	<u>461 Market St. " "</u>
<u>Chester W. Root</u>	<u>Penn Mutual Life Ins. Co. 333 Montgomery, San Francisco</u>
<u>George E. Crothers</u>	<u>315 Montgomery St. San Francisco</u>

IN WITNESS WHEREOF, we here set our hands this 29th
day of MAY, 1946.

Paul Leonard
May Carmody
Charles Wheeler
Chester W. Root
George E. Crothers
David J. Cox
Bertie H. Monroe

State of California)
City and County of San Francisco) ss

On this 12th day of June, 1946, before me
W. O. Day Notary Public in and for
the City and County of San Francisco, State of California,
personally appeared

J. Paul Leonard	Chester L. Wheeler
May Carmody	George E. Crothers
Chester W. Root	Bertha H. Monroe
David J. Cox	

known to me to be the persons named as governors (in a
capacity equivalent to that of directors) in the within
instrument, and whose names are subscribed thereto, and
severally acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand in
the City and County of San Francisco, State of California,
the day and year in this act first above written.

W. O. Day
NOTARY PUBLIC IN AND FOR THE CITY AND COUNTY OF
SAN FRANCISCO, STATE OF CALIFORNIA
MY COMMISSION EXPIRES OCTOBER 22, 1946

CHAS. J. McCOLGAN
COMMISSIONER



STATE OF CALIFORNIA
OFFICE OF
Franchise Tax Commissioner
SACRAMENTO 14

June 17, 1946

Mr. J. Paul Leonard
124 Buchanan Street
San Francisco 2, Calif.

Dear Sir

RE: San Francisco State College Foundation

The claim of the above named organization for exemption from California franchise tax is hereby approved. Said organization need not file annual franchise tax returns unless its character, purposes, method of operation, sources of income, or the method of distribution of income, be changed. Any change in the mentioned particulars should be promptly reported to this office.

Very truly yours

CHAS. J. McCOLGAN
Franchise Tax Commissioner

By *Burl D. Lack*
Franchise
Associate Tax Counsel

cc - Sec. of State
cc - P. Russell

206773

206773

Name changed to THE FREDERIC BURK FOUNDATION FOR EDUCATION

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

The undersigned, J. Paul Leonard and Mae Carmody, do hereby certify that they are, respectively, and have been at all times herein mentioned, the duly elected and acting Chairman (who has the authority to discharge the duties ordinarily conferred upon and discharged by a President of a corporation) and Secretary-Treasurer of the San Francisco State College Foundation, a non-profit corporation organized and existing in the State of California, and further that:

ONE: At a special meeting of the Board of Governors of said corporation duly held in Room A, Cafeteria Building, San Francisco State College, 19th and Holloway, San Francisco, California, on May 26, 1954 at 1:00 p.m., after due notice of the time, place and purpose of said meeting had been given as required by the by-laws of this corporation, and at which said meeting there was at all times present and acting the full membership of said board, the following resolution was unanimously adopted:

"WHEREAS, it is deemed by the board of governors to be to the best interests of this corporation to change the name of this corporation from 'SAN FRANCISCO STATE COLLEGE FOUNDATION' to 'THE FREDERIC BURK FOUNDATION FOR EDUCATION', and that the Articles of Incorporation of this corporation be amended to reflect said change in the name:

NOW, THEREFORE, BE IT RESOLVED that paragraph FIRST of the Articles of Incorporation of this corporation be, and the same hereby is, amended to read as follows:

FIRST: That the name of this corporation shall be:

THE FREDERIC BURK FOUNDATION FOR EDUCATION'

RESOLVED FURTHER, that the heading of said Articles of Incorporation be, and the same hereby is, amended to read as follows:

'ARTICLES OF INCORPORATION
OF
THE FREDERIC BURK FOUNDATION FOR EDUCATION'

FILED

In the office of the Secretary of State of the State of California

JUL 2 - 1954

FRANK M. JORDAN, Secretary of State
[Signature]

At a special meeting of the entire membership of this Corporation duly held in Room A, Cafeteria Building, San Francisco State College, 19th and Holloway, San Francisco, California, on May 26, 1954 at 1:30 p. m., after due notice of the time, place and purpose of said meeting had been given as required by the by-laws of this Corporation, and at which said meeting there was at all times present and acting the full membership of this Corporation, said action of the Board of Governors of this Corporation was presented to the members of this Corporation for their approval, with the following resolution being unanimously adopted by said members:

"WHEREAS, it is deemed by the Board of Governors of this Corporation to be to the best interests of this Corporation to change the name of this Corporation from 'SAN FRANCISCO STATE COLLEGE FOUNDATION' to 'THE FREDERIC BURK FOUNDATION FOR EDUCATION', and said Board duly adopted a resolution to that end on May 26, 1954, and

WHEREAS, it is deemed by the members of this Corporation to be to the best interests of this Corporation to change the name of this Corporation from 'SAN FRANCISCO STATE COLLEGE FOUNDATION' to 'THE FREDERIC BURK FOUNDATION FOR EDUCATION',

NOW, THEREFORE, BE IT RESOLVED that paragraph FIRST of the Articles of Incorporation of this Corporation be, and the same hereby is, amended to read as follows:

FIRST: That the name of this corporation shall be:

THE FREDERIC BURK FOUNDATION FOR EDUCATION'

RESOLVED FURTHER, that the heading of said Articles of Incorporation be, and the same hereby is, amended to read as follows:

ARTICLES OF INCORPORATION

OF

THE FREDERIC BURK FOUNDATION FOR EDUCATION'

RESOLVED FURTHER, that the Chairman and Secretary-Treasurer of this Corporation be and they are authorized to execute and file a Certificate of Amendment of the Articles of Incorporation of this Corporation as required by law."

Seven members, the total membership of this Corporation, voted for said amendment. Said seven members were the total number of members who were entitled to vote for said Amendment, each member having one vote.

TWO: This corporation is a non-stock corporation. The members of the said Board of Governors of this corporation constitute the entire membership of this corporation.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Amendment this 2nd day of June, 1954.

Paul Leonard
Acting Chairman

Mae P. Connolly
Secretary-Treasurer

STATE OF CALIFORNIA)
CITY AND COUNTY OF SAN FRANCISCO) ss

J. Paul Leonard and Mae Connolly, being first severally duly sworn, depose and say:

That they are, respectively, the Chairman and Secretary-Treasurer of the SAN FRANCISCO STATE COLLEGE FOUNDATION (henceforth to be known as THE FREDERIC BURK FOUNDATION FOR EDUCATION), a non-profit corporation organized and existing in the State of California;

That they have severally read and executed the foregoing certificate and know the contents thereof and that the same is true of their knowledge except as to matters therein stated upon information and belief and as to those matters that they believe it to be true.

Paul Leonard
Mae P. Connolly

Subscribed and sworn to before me this 2nd day of June, 1954.

Mae DeWitt
Notary Public in and for the City & County of San Francisco, State of California

My Commission Expires Dec. 2, 1956.

206773
X FILED
in the office of the Secretary of State
of the State of California

MAY 26 1966
FRANK M. JORDAN, Secretary of State
By *[Signature]* Deputy

160704

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION
of
THE FREDERIC BURK FOUNDATION FOR EDUCATION

The undersigned, do hereby certify that they are respectively, and have been at all times mentioned herein, the duly elected and acting Chairman (who has the authority to discharge the duties ordinarily conferred upon and discharged by a President of a corporation) and Secretary of THE FREDERIC BURK FOUNDATION FOR EDUCATION, a non-profit corporation organized and existing in the State of California, and further that:

One: At a regular meeting of the Board of Governors of said corporation duly held in Room AD-101, San Francisco State College, 19th and Holloway, San Francisco, California, on January 12, 1966, at 2:05 p.m. after due notice of the time, place and purpose of said meeting had been given as required by the by-laws of this corporation, and at which said meeting there was at all times present and acting the full membership of said board, the following resolution was unanimously adopted:

"WHEREAS, it is deemed by the Board of Governors of this Corporation to be in the best interests of this Corporation to change the number of directors of this Corporation from seven (7) to nine (9) and the said Board duly adopted a resolution to that end on January 12, 1966.

"NOW, THEREFORE, BE IT RESOLVED THAT Paragraph FOURTH of the Articles of Incorporation of this Corporation be, and the same hereby is, amended to read as follows:

"There shall be nine (9) directors known as governors: the names and addresses of the persons who are to act as the first governors (in a capacity equivalent to that of directors) and until the selection and qualification of their successors, are as follows:

Bertha H. Monroe, 2421 Larkin Street, San Francisco 2
David J. Cox, 124 Buchanan Street, San Francisco 2
J. Paul Leonard, 124 Buchanan Street, San Francisco 2

May Carmody, 1696 Mission Street, San Francisco 2
Charles L. Wheeler, 461 Market Street, San Francisco 2
Chester W. Root, Penn Mutual Ins. Co., 333 Montgomery
Street, San Francisco
George E. Crothers, 315 Montgomery Street, San Francisco."

At a regular meeting of the membership of this Corporation duly held in Room AD-101, San Francisco State College, 19th and Holloway, San Francisco, California, January 12, 1966, at 2:05 p.m. after due notice of the time, place and purpose of said meeting had been given as required by the by-laws of this corporation, and at which said meeting there was at all times present and acting the full membership of this Corporation, said action of the Board of Governors of this Corporation was presented to the members of this Corporation for their approval, with the following resolution being unanimously adopted by said members:

"WHEREAS, it is deemed by the Board of Governors of this Corporation to be in the best interests of this Corporation to change the number of directors of this Corporation from seven (7) to nine (9) and the said Board duly adopted a resolution to that end on January 12, 1966.

"NOW, THEREFORE, BE IT RESOLVED THAT Paragraph FOURTH of the Articles of Incorporation of this Corporation be, and the same hereby is, amended to read as follows:

"There shall be nine (9) directors known as governors: the names and addresses of the persons who are to act as the first governors (in a capacity equivalent to that of directors) and until the selection and qualification of their successors, are as follows:

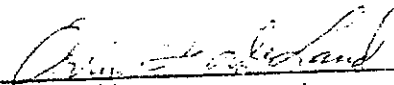
Bertha H. Monroe, 2421 Larkin Street, San Francisco 2
David J. Cox, 124 Buchanan Street, San Francisco 2
J. Paul Leonard, 124 Buchanan Street, San Francisco 2
May Carmody, 1696 Mission Street, San Francisco 2
Charles L. Wheeler, 461 Market Street, San Francisco 2
Chester W. Root, Penn Mutual Ins. Co., 333 Montgomery
Street, San Francisco
George E. Crothers, 315 Montgomery Street, San Francisco.

Seven members, the total membership of this Corporation, voted for said amendment. Said seven members were the total number of members who were entitled to vote for said Amendment, each

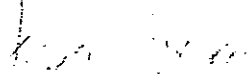
member having one vote.

Two: This corporation is a non-stock corporation. The members of the said Board of Governors of this corporation constitute the entire membership of this corporation.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Amendment this 9th day of May, 1966.



Chairman



Secretary

206773

A246583

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION

FILED
In the office of the Secretary of State
of the State of California

MAR 22 1982

MARCH FONG EU, Secretary of State
James E. Harris
Deputy

EDWIN C. DUERR and AUSTIN R. SHERER certify that:

1. They are the Chairman of the Board of Governors and Corporate Secretary, respectively, of THE FREDERIC BURK FOUNDATION FOR EDUCATION, a California non-profit corporation.

2. That so much of Article Second of the Articles of Incorporation of this corporation as presently reads:

"To promote and assist the educational services of the San Francisco State College or such institution as shall succeed to the properties coming into its hands toward furthering the educational services carried on or approved by the administrative officers of said San Francisco State College."

is hereby amended to read:

"To promote and assist the educational services of the San Francisco State University or such institution as shall succeed to the properties coming into its hands toward furthering the educational services carried on or approved by the administrative officers of said San Francisco State University."

3. That so much of Article Second of the Articles of Incorporation of this corporation as presently reads:

"This corporation does not contemplate pecuniary gain or profit to the members thereof and in the event of dissolution, its property will be donated to the State of California to be used or expended for the benefit of the San Francisco State College."

is hereby amended to read:

"This corporation does not contemplate pecuniary gain or profit to the members thereof and that upon the event of dissolution of the organization, net assets, other than trust funds, shall be distributed to a successor approved by the President of the campus and by the Board of Trustees."

4. The foregoing amendment of Articles of Incorporation has been duly approved by the Board of Governors.

3

Certificate of Amendment of Articles of Incorporation, Cont.

5. The foregoing amendment of Articles of Incorporation has been duly approved by the required vote of members.

Edwin C. Duerr

EDWIN C. DUERR, Chairman

A.A.R. Sherer

AUSTIN R. SHERER, Corporate Secretary

The undersigned declare under penalty of perjury that the matters set forth in the foregoing certificate are true of their own knowledge.

Executed at San Francisco, California on March 17, 1982.

Edwin C. Duerr

EDWIN C. DUERR, Chairman

A.A.R. Sherer

AUSTIN R. SHERER, Corporate Secretary

A248730

206773

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION

FILED
in the office of the Secretary of State
of the State of California

MAY 12 1982

MARCH FONG EU, Secretary of State

[Signature]
Deputy

EDWIN C. DUERR and AUSTIN R. SHERER certify that:

1. They are the Chairman of the Board of Governors and Corporate Secretary, respectively, of THE FREDERIC BURK FOUNDATION FOR EDUCATION, a California non-profit corporation.
2. That so much of Article Second of the Articles of Incorporation of this corporation as presently reads:

"This corporation does not contemplate pecuniary gain or profit to the members thereof and that upon the event of dissolution of the organization, net assets, other than trust funds, shall be distributed to a successor approved by the President of the campus and by the Board of Trustees."

is hereby amended to read:

"This corporation does not contemplate pecuniary gain or profit to the members thereof and that upon the event of dissolution of the organization, net assets, other than trust funds, shall be distributed to a successor approved by the President of the campus and by the Board of Trustees, consistent with all regulations of the Internal Revenue Service and the California State Franchise Tax Board including those required to maintain the tax-exempt status of this non-profit corporation."

3. The foregoing amendment of the Articles of Incorporation has been duly approved by the Board of Governors.
4. The foregoing amendment of Articles of Incorporation has been duly approved by the required vote of members.

[Signature: Edwin C. Duerr]
EDWIN C. DUERR, Chairman

[Signature: Austin R. Sherer]
AUSTIN R. SHERER, Corporate Secretary

The undersigned declare under penalty of perjury that the matters set forth in the foregoing certificate are true of their own knowledge.

Executed at San Francisco, California, on April 23, 1982.

[Signature: Edwin C. Duerr]
EDWIN C. DUERR, Chairman

[Signature: Austin R. Sherer]
AUSTIN R. SHERER, Corporate Secretary

NAME CHANGED TO: FREDERIC BURK FOUNDATION, INCORPORATED
206773

A265390

THE FREDERIC BURK FOUNDATION FOR EDUCATION

SAN FRANCISCO STATE UNIVERSITY

1640 HOLLOWAY AVENUE
SAN FRANCISCO, CALIFORNIA 94132
(415) 469-2151

FILED
In the office of the Secretary of State
of the State of California

CERTIFICATE OF AMENDMENT

MAY 10 1983

OF

ARTICLES OF INCORPORATION

MARK FORG EU, Secretary of State

Deputy

EDWIN C. DUERR AND AUSTIN R. SHERER certify that:

1. They are the Chairman of the Board and Corporate Secretary, respectively, of The Frederic Burk Foundation for Education, a California Corporation.
2. The entire articles of incorporation of this Corporation have been amended to read as follows: (see attached)
3. The attached amended articles of incorporation have been duly approved by the Board of Governors.
4. The attached amended articles of incorporation have been duly approved by the required vote of members.

Edwin C. Duerr

EDWIN C. DUERR
Chairman of the Board

A. R. Sherer

AUSTIN R. SHERER
Corporate Secretary

The undersigned declare under penalty of perjury that the matters set forth in the foregoing certificate are true of their own knowledge.

Executed at San Francisco, California on May 2, 1983.

Edwin C. Duerr

EDWIN C. DUERR

A. R. Sherer

AUSTIN R. SHERER

Articles of Incorporation
Frederic Burk Foundation, Incorporated

ARTICLES OF INCORPORATION
OF THE
FREDERIC BURK FOUNDATION, INCORPORATED

ARTICLE I. Corporate Name.

The name of this Corporation is the Frederic Burk Foundation, Incorporated. This Corporation was known as the San Francisco State College Foundation from June 17, 1946 to June 2, 1954, and it was known as the Frederic Burk Foundation for Education from June 2, 1954 to March 16, 1983.

ARTICLE II. Public Benefit Corporation.

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 purposes.

ARTICLE III. Purposes and Powers.

The purposes for which this Corporation is formed are:

- (1) To promote and assist the educational services of San Francisco State University or such institution as shall succeed to the properties and functions of said University;
- (2) To provide professional and logistical services furthering the educational, research, and public outreach programs for such purposes of or associated with said San Francisco State University;
- (3) To provide the fiscal means and the management procedures that allow San Francisco State University to carry on activities providing those instructional and service aids not normally furnished by the State budget;

Articles of Incorporation
Frederic Burk Foundation, Incorporated

(4) To provide effective operation and to eliminate the undue difficulty which would otherwise arise under the governmental budgetary, purchasing, or other fiscal controls that normally apply to San Francisco State University as a State Agency;

(5) To provide fiscal procedures and management systems that allow effective coordination of the Foundation's activities with San Francisco State University in accordance with sound business practices and the standards of the Internal Revenue Service for such Corporations;

(6) To undertake and engage in fundraising and development programs which will provide incremental resources to research, instruction, physical plant, and community outreach activities of San Francisco State University;

(7) To promote the public and community relations of San Francisco State University, as well as the morale and professional development of the faculty, staff, administrators, and students, thereof;

(8) To provide various means of reward, remuneration, and/or recognition to faculty, staff, administrators, and/or students of San Francisco State University, and/or Foundation Board Members, Officers, Directors, and/or Employees, as well as individuals and groups whose efforts contribute to the welfare and development of San Francisco State University and/or this Foundation;

(9) To receive and administer all manner of grants, contracts, special educational projects, gifts, loans, assignments, donation, and/or otherwise;

(10) To levy dues, assessments, admission fees and/or otherwise;

(11) To participate with others in any partnership, joint venture, or other association, transaction, or arrangement of any kind which shall promote the purposes and welfare of this Corporation and of the San Francisco State University;

Articles of Incorporation
Frédéric Burk Foundation, Incorporated

(12) To act as trustee under any trust incidental to the purposes of the Corporation, and to receive, hold, administer, and/or expend funds and property subject to such trust;

(13) To pay pensions, and/or establish and carry out deferred compensation, saving, thrift, and/or other retirement, incentive, and benefit plans, trusts, and provisions for any or all of its employees, and to indemnify and/or purchase and maintain insurance on behalf of any fiduciary of such plans, trust, or provisions;

(14) To conduct domestic and/or foreign conferences, seminars, workshops, student exchanges, faculty exchanges, field campuses, study tours, and/or other activities consistent with the purposes of San Francisco State University, and the purposes and policies of this Corporation;

(15) To enter into, make, and perform contracts and agreements; to purchase or otherwise acquire, hold, lease, encumber, sell, assign, transfer, mortgage, pledge, hypothecate, exchange, or otherwise dispose of any securities, evidence of debt, real or other property in the same manner and to the same extent as a natural person might or could do;

(16) To take gifts of both real and/or personal property; to sue and/or defend; to borrow money and give promissory notes or bonds therefor, and/or to secure payment thereof by mortgage or deed of trust; to lend money upon or without security;

(17) To receive bequests and/or devises by will or upon trusts to the same extent as a natural person;

(18) To do whatever may be necessary or convenient in the conduct of its business to accomplish the purposes of said Corporation, and/or

(19) To perform all other acts within or without the State of California to the same extent as a natural person could do.

Articles of Incorporation
Frederic Burk Foundation, Incorporated

The foregoing provisions shall be construed as both purposes and powers of this Corporation, but no recitation, expression, or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressly declared that all other lawful purposes and powers not inconsistent herewith are hereby included.

ARTICLE IV. Dissolution.

It is intended that this Corporation shall exist in perpetuity. In the event of dissolution of this Corporation, net assets other than trust funds shall be distributed for the benefit of San Francisco State University to a successor approved by the President of San Francisco State University and the Board of Trustees of The California State University, consistent with the requirements of the United States Internal Revenue Code and other applicable laws.

ARTICLE V. Principal Office.

The principal office for the transaction of the business of this Corporation shall be located in the city and county of San Francisco, State of California.

ARTICLE VI. Directors.

The management of the affairs, property, and business of the Foundation shall be vested in a Board of Directors. This Board shall consist of eleven (11) Directors, each of whom shall be known as a "Director." The terms, conditions and qualifications of Directors shall be specified in the Foundation By-Laws. The Directors may delegate the general management and control of the Foundation's business to an Executive Director whose powers and duties shall be specified pursuant to the Foundation's By-Laws.

Articles of Incorporation
Frederic Burk Foundation, Incorporated

ARTICLE VII. Amendment of Articles of Incorporation.

These Articles of Incorporation may be amended at any duly-constituted meeting of the Board of Directors by the affirmative vote of two-thirds of those qualified to vote or seven (7) Directors, whichever is less.

CERTIFICATION

At the regular meeting on March 16, 1983, of the Board of Governors these Articles of Incorporation were unanimously approved by Resolution #2057. Members of the Board of Governors as of March 16, 1983 are:

Edwin C. Duerr

Jack W. Osman

William Bonds

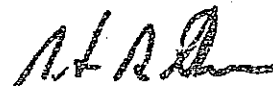
Arthur C. Cunningham

Dorothy Lloyo

Fenton Mc Kenna

Jack Tomlinson

Richard Trapp



Austin R. Sherer
Corporate Secretary

206773

A301694

THE FREDERIC BURK FOUNDATION, INCORPORATED
SAN FRANCISCO STATE UNIVERSITY

1640 HOLLOWAY AVENUE
SAN FRANCISCO, CALIFORNIA 94132
(415) 337-2400

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION

FILED
In the office of the Secretary of State
of the State of California
JUL 15 1985
MARCH FONG EU, Secretary of State
[Signature]
Deputy

ARTHUR F. CUNNINGHAM AND AUSTIN SHERER certify that:

1. They are the Chairman of the Board and Corporate Secretary, respectively, of ~~the~~ Frederic Burk Foundation, Incorporated, a California Corporation.
2. The entire Articles of Incorporation of this Corporation have been amended to read as follows: (see attached)
3. The attached amended Articles of Incorporation have been duly approved by the Board of Directors.
4. The attached amended Articles of Incorporation have been duly approved by the required vote of members.

[Signature of Arthur F. Cunningham]

ARTHUR F. CUNNINGHAM
Chairman of the Board

[Signature of Austin Sherer]

AUSTIN SHERER
Corporate Secretary

The undersigned declare under penalty of perjury that the matters set forth in the foregoing certificate are true of their own knowledge.

Executed at San Francisco, California on July 10, 1985

[Signature of Arthur F. Cunningham]

ARTHUR F. CUNNINGHAM

[Signature of Austin Sherer]

AUSTIN SHERER

Articles of Incorporation
Frederic Burk Foundation, Incorporated

ARTICLES OF INCORPORATION
OF THE
FREDERIC BURK FOUNDATION, INCORPORATED

ARTICLE I. Corporate Name.

The name of this Corporation is the Frederic Burk Foundation, Incorporated. This Corporation was known as the San Francisco State College Foundation from June 17, 1946 to June 2, 1954, and it was known as the Frederic Burk Foundation for Education from June 2, 1954 to March 16, 1983.

ARTICLE II. Public Benefit Corporation.

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 purposes.

ARTICLE III. Purposes and Powers.

The purposes for which this Corporation is formed are:

(1) To promote and assist the educational services of San Francisco State University or such institution as shall succeed to the properties and functions of said University;

(2) To provide professional and logistical services furthering the educational, research, and public outreach programs for such purposes of or associated with said San Francisco State University;

(3) To provide the fiscal means and the management procedures that allow San Francisco State University to carry on activities providing those instructional and service aids not normally furnished by the State budget;

Articles of Incorporation
Frederic Burk Foundation, Incorporated

(4) To provide effective operation and to eliminate the undue difficulty which would otherwise arise under the governmental budgetary, purchasing, or other fiscal controls that normally apply to San Francisco State University as a State Agency;

(5) To provide fiscal procedures and management systems that allow effective coordination of the Foundation's activities with San Francisco State University in accordance with sound business practices and the standards of the Internal Revenue Service for such Corporations;

(6) To undertake and engage in fundraising and development programs which will provide incremental resources to research, instruction, physical plant, and community outreach activities of San Francisco State University;

(7) To promote the public and community relations of San Francisco State University, as well as the morale and professional development of the faculty, staff, administrators, and students, thereof;

(8) To provide various means of reward, remuneration, and/or recognition to faculty, staff, administrators, and/or students of San Francisco State University, and/or Foundation Board Members, Officers, Directors, and/or Employees, as well as individuals and groups whose efforts contribute to the welfare and development of San Francisco State University and/or this Foundation;

(9) To receive and administer all manner of grants, contracts, special educational projects, gifts, loans, assignments, donation, and/or otherwise;

(10) To levy dues, assessments, admission fees and/or otherwise;

(11) To participate with others in any partnership, joint venture, or other association, transaction, or arrangement of any kind which shall promote the purposes and welfare of this Corporation and of the San Francisco State University;

Articles of Incorporation
Frederic Burk Foundation, Incorporated

(12) To act as trustee under any trust incidental to the purposes of the Corporation, and to receive, hold, administer, and/or expend funds and property subject to such trust;

(13) To pay pensions, and/or establish and carry out deferred compensation, saving, thrift, and/or other retirement, incentive, and benefit plans, trusts, and provisions for any or all of its employees, and to indemnify and/or purchase and maintain insurance on behalf of any fiduciary of such plans, trust, or provisions;

(14) To conduct domestic and/or foreign conferences, seminars, workshops, student exchanges, faculty exchanges, field campuses study tours, and/or other activities consistent with the purposes of San Francisco State University, and the purposes and policies of this Corporation;

(15) To enter into, make, and perform contracts and agreements; to purchase or otherwise acquire, hold, lease, encumber, sell, assign, transfer, mortgage, pledge, hypothecate, exchange, or otherwise dispose of any securities, evidence of debt, real or other property in the same manner and to the same extent as a natural person might or could do;

(16) To take gifts of both real and/or personal property; to sue and/or defend; to borrow money and give promissory notes or bonds therefor, and/or to secure payment thereof by mortgage or deed of trust; to lend money upon or without security;

(17) To receive bequests and/or devises by will or upon trusts to the same extent as a natural person;

(18) To do whatever may be necessary or convenient in the conduct of its business to accomplish the purposes of said Corporation, and/or

(19) To perform all other acts within or without the State of California to the same extent as a natural person could do.

Articles of Incorporation
Frederic Burk Foundation, Incorporated

The foregoing provisions shall be construed as both purposes and powers of this Corporation, but no recitation, expression, or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressly declared that all other lawful purposes and powers not inconsistent herewith are hereby included.

ARTICLE IV. Dissolution.

It is intended that this Corporation shall exist in perpetuity. In the event of dissolution of this Corporation, net assets other than trust funds shall be distributed for the benefit of San Francisco State University to a successor approved by the President of San Francisco State University and the Board of Trustees of The California State University, consistent with the requirements of the United States Internal Revenue Code and other applicable laws.

ARTICLE V. Principal Office.

The principal office for the transaction of the business of this Corporation shall be located in the city and county of San Francisco, State of California.

ARTICLE VI. Directors.

The management of the affairs, property, and business of the Foundation shall be vested in a Board of Directors. This Board shall consist of nine (9) Directors, each of whom shall be known as a "Director." The terms, conditions and qualifications of Directors shall be specified in the Foundation By-Laws. The Directors may delegate the general management and control of the Foundation's business to an Executive Director whose powers and duties shall be specified pursuant to the Foundation's By-Laws.

Articles of Incorporation
Frederic Burk Foundation, Incorporated

ARTICLE VII. Amendment of Articles of Incorporation.

These Articles of Incorporation may be amended at any duly-constituted meeting of the Board of Directors by the affirmative vote of two-thirds of those qualified to vote or six (6) Directors, whichever is less.

CERTIFICATION

At the regular meeting on May 29, 1985, of the Board of Directors these Articles of Incorporation were unanimously approved by Resolution #2150. Members of the Board of Directors as of July 1, 1985 are:

Arthur F. Cunningham

Becky Loewy

Joseph Gappa

Michael W. Josselyn

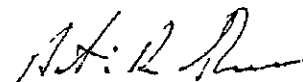
Antony J. Lepire

Fenton McKenna

Susann Novalis

Thomas Spencer

Thurston Womack



Austin R. Sherer
Corporate Secretary

206773

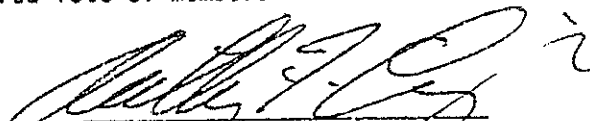
A313112

NCTO: SAN FRANCISCO STATE UNIVERSITY FOUNDATION, INC.
FREDERIC BURK FOUNDATION, INC.
1640 HOLLOWAY AVE.
SAN FRANCISCO, CA 94132

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

ARTHUR F. CUNNINGHAM and AUSTIN R. SHERER certify that:

1. Dr. Cunningham is the Chairman of the Board and Mr. Sherer is the Corporate Secretary of the Frederic Burk Foundation, Incorporated California Corporation.
2. The entire articles of incorporation of this Corporation have been amended to read as follows: (see attached)
3. The attached amended articles of incorporation have been duly approved by the Board of Directors.
4. The attached amended articles of incorporation have been duly approved by the required vote of members.



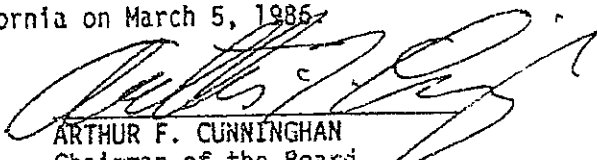
 ARTHUR F. CUNNINGHAM
 Chairman of the Board




 AUSTIN R. SHERER
 Corporate Secretary

The undersigned declare under penalty of perjury that the matters set forth in the foregoing certificate are true of their own knowledge.

Executed at San Francisco, California on March 5, 1986



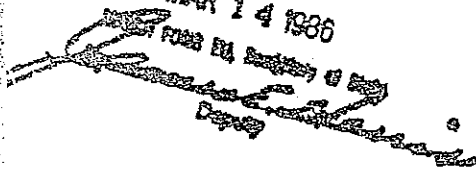
 ARTHUR F. CUNNINGHAM
 Chairman of the Board



 AUSTIN R. SHERER
 Corporate Secretary

FILED
by the Secretary of State
of the State of California

MAR 14 1986



 Secretary of State

ARTICLES OF INCORPORATION
OF THE
SAN FRANCISCO STATE UNIVERSITY FOUNDATION, INC.

ARTICLE I. Corporate Name.

The name of this Corporation is the San Francisco State University Foundation, Inc.

ARTICLE II. Public Benefit Corporation.

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

ARTICLE III. Purposes and Powers.

The purposes for which this Corporation is formed are:

(1) To promote and assist the educational services of San Francisco State University or such institution as shall succeed to the properties and functions of said University;

(2) To provide professional and logistical services furthering the educational, research, and public outreach programs for such purposes of or associated with said San Francisco State University;

(3) To provide the fiscal means and the management procedures that allow San Francisco State University to carry on activities providing those instructional and service aids not normally furnished by the State budget;

(12) To act as trustee under any trust incidental to the purposes of the Corporation, and to receive, hold, administer, and/or expend funds and property subject to such trust;

(13) To pay pensions, and/or establish and carry out deferred compensation, saving, thrift, and/or other retirement, incentive, and benefit plans, trusts, and provisions for any or all of its employees, and to indemnify and/or purchase and maintain insurance on behalf of any fiduciary of such plans, trust, or provisions;

(14) To conduct domestic and/or foreign conferences, seminars, workshops, student exchanges, faculty exchanges, field campuses, study tours, and/or other activities consistent with the purposes of San Francisco State University, and the purposes and policies of this Corporation;

(15) To enter into, make, and perform contracts and agreements; to purchase or otherwise acquire, hold, lease, encumber, sell, assign, transfer, mortgage, pledge, hypothecate, exchange, or otherwise dispose of any securities, evidence of debt, real or other property in the same manner and to the same extent as a natural person might or could do;

(16) To take gifts of both real and/or personal property; to sue and/or defend; to borrow money and give promissory notes or bonds therefor, and/or to secure payment thereof by mortgage or deed of trust; to lend money upon or without security;

(17) To receive bequests and/or devises by will or upon trusts to the same extent as a natural person;

(18) To do whatever may be necessary or convenient in the conduct of its business to accomplish the purposes of said Corporation, and/or

(19) To perform all other acts within or without the state of California to the same extent as a natural person could do.

(4) To provide effective operation and to eliminate the undue difficulty which would otherwise arise under the governmental budgetary, purchasing, or other fiscal controls that normally apply to San Francisco State University as a State Agency;

(5) To provide fiscal procedures and management systems that allow effective coordination of the Foundation's activities with San Francisco State University in accordance with sound business practices and the standards of the Internal Revenue Service for such Corporations:

(6) To undertake and engage in fundraising and development programs which will provide incremental resources to research, instruction, physical plant, and community outreach activities of San Francisco State University;

(7) To promote the public and community relations of San Francisco State University, as well as the morale and professional development of the faculty, staff, administrators, and students, thereof;

(8) To provide various means of reward, remuneration, and/or recognition to faculty, staff, administrators, and/or students of San Francisco State University, and/or Foundation Board Members, Officers, Directors, and/or Employees, as well as individuals and groups whose efforts contribute to the welfare and development of San Francisco State University and/or this Foundation;

(9) To receive and administer all manner of grants, contracts, special educational projects, gifts, loans, assignments, donation, and/or otherwise;

(10) To levy dues, assessments, admission fees and/or otherwise;

(11) To participate with others in any partnership, joint venture, or other association transaction or arrangement of any kind which shall promote the purposes and welfare of this Corporation and of the San Francisco State University;

The foregoing provisions shall be construed as both purposes and powers of this Corporation, but no recitation, expression, or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressly declared that all other lawful purposes and powers not inconsistent herewith are hereby included.

ARTICLE IV. Dissolution.

It is intended that this Corporation shall exist in perpetuity. In the event of dissolution of this Corporation, net assets other than trust funds shall be distributed for the benefit of San Francisco State University to a successor approved by the President of San Francisco State University and the Board of Trustees of The California State University, consistent with the requirements of the United States Internal Revenue Code and other applicable laws.

ARTICLE V. Principal Office.

The principal office for the transaction of the business of this Corporation shall be located in the city and county of San Francisco, State of California.

ARTICLE VI. Directors.

The management of the affairs, property, and business of the Foundation shall be vested in a Board of Directors. This Board shall consist of nine (9) Directors, each whom shall be known as a "Director." The terms, conditions and qualifications of Directors shall be specified in the Foundation By-Laws. The Directors may delegate the general management and control of the Foundation's business to an Executive Director whose powers and duties shall be specified pursuant to the Foundation's By-Laws.

ARTICLE VII. Amendment of Articles of Incorporation.

These Articles of Incorporation may be amended at any duly-constituted meeting of the Board of Directors by the affirmative vote of two-thirds of those qualified to vote or six (6) Directors, whichever is less.

CERTIFICATION

At the regular meeting of the Board of Directors on January 28, 1986, these Articles of Incorporation were unanimously approved. Members of the Board of Directors as of January 1, 1986 are:

Arthur F. Cunningham

Becky Loewy

Joseph Gappa

Michael W. Josselyn

Antony J. Lepire

Fenton McKenna

Thomas Spencer

Thurston Womack



Austin P. Sherer
Corporate Secretary

0080L

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A405416

FILED
the office of the Secretary of State
of the State of California

JUN 26 1991

CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION

Arch Fong
ARCH FONG EU, Secretary of State

Arthur F. Cunningham and Dorothy Lamoureux certify that:

1. They are the Chairman of the Board and Secretary, respectively, of : San Francisco State University Foundation, Inc., a California corporation.

2. Article VI of the articles of incorporation of this corporation is deleted in its entirety and a new Article VI is added to read as follows:

ARTICLE VI. Dedication of Assets.

The property, assets, profits and net income of this Corporation are dedicated irrevocably to educational purposes as set forth in Article III above, and no part of the assets, profits or net income of this Corporation shall ever inure to the benefit of any director or officer of this Corporation, or to the benefit of any private individual.

3. Article VII of the Articles of Incorporation of this corporation is amended to read in full as follows:

These Articles of Incorporation may be amended by the affirmative vote of two-thirds of the Directors present at a meeting duly held at which a quorum is present.

4. The foregoing amendment of articles of incorporation has been duly approved by the board of directors.

5. The 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 and correct of our own knowledge.

Dated: June 24, 1991

Arthur F. Cunningham

Arthur F. Cunningham, Chairman of
of the Board

Dorothy Lamoureux
Dorothy Lamoureux, Secretary

206773

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A0663130

FILED *✓*
in the office of the Secretary of State
of the State of California
JUN 26 2007

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION

The undersigned certify that:

1. They are the Chairman of the Board and the Secretary, respectively, of the San Francisco State University Foundation, Inc., a California corporation.
2. Article I of the Articles of Incorporation of this corporation is amended to read as follows:

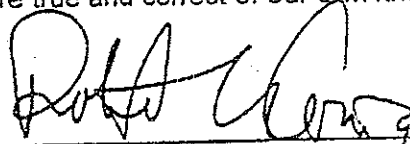
ARTICLE I. Corporate Name.

The name of this corporation is The University Corporation, San Francisco State.

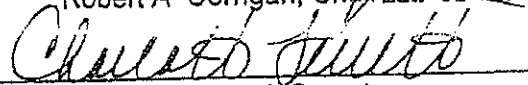
3. The foregoing amendment of Articles of Incorporation has been duly approved by the Board of Directors.
4. The corporation has no members.

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 and correct of our own knowledge.

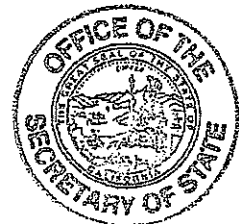
Date: June 13, 2007



Robert A. Corrigan, Chairman of the Board



Charlotte Ferretti, Secretary



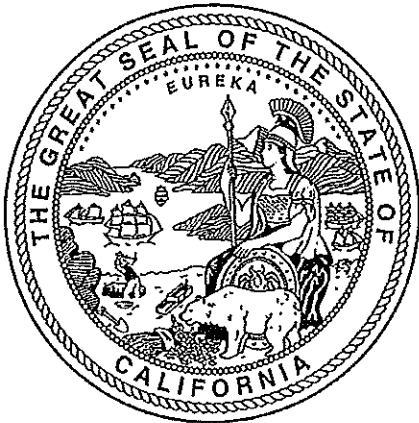
A0663130

State of California
Secretary of State



I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 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 06 2007

DEBRA BOWEN
Secretary of State

A0663130

ENDORSED - FILED
In the office of the Secretary of State
of the State of California

CERTIFICATE OF AMENDMENT

JUN 26 2007

OF

ARTICLES OF INCORPORATION

The undersigned certify that:

1. They are the Chairman of the Board and the Secretary, respectively, of the San Francisco State University Foundation, Inc., a California corporation.
2. Article I of the Articles of Incorporation of this corporation is amended to read as follows:

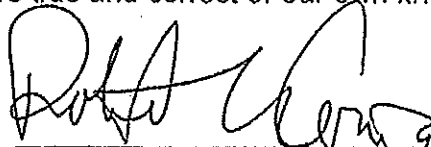
ARTICLE I. Corporate Name.

The name of this corporation is The University Corporation, San Francisco State.

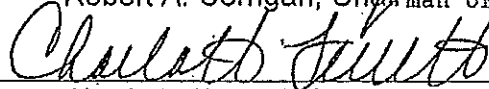
3. The foregoing amendment of Articles of Incorporation has been duly approved by the Board of Directors.
4. The corporation has no members.

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 and correct of our own knowledge.

Date: June 13, 2007



Robert A. Corrigan, Chairman of the Board



Charlotte Ferretti, Secretary



State of California
Secretary of State



I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 35 page(s) was prepared by and in this office from the record on file, 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

AUG 25 2007

Debra Bowen

DEBRA BOWEN
Secretary of State

1040

206773

A0663130

FILED *9*
in the office of the Secretary of State
of the State of California
JUN 26 2007

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION

The undersigned certify that:

1. They are the Chairman of the Board and the Secretary, respectively, of the San Francisco State University Foundation, Inc., a California corporation.
2. Article I of the Articles of Incorporation of this corporation is amended to read as follows:

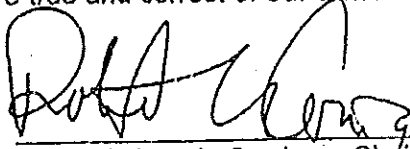
ARTICLE I. Corporate Name.

The name of this corporation is The University Corporation, San Francisco State.

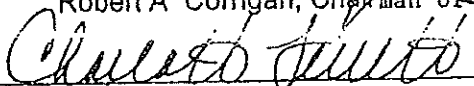
3. The foregoing amendment of Articles of Incorporation has been duly approved by the Board of Directors.
4. The corporation has no members.

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 and correct of our own knowledge.

Date: June 13, 2007



 Robert A. Corrigan, Chairman of the Board



 Charlotte Ferretti, Secretary



BOD Resolution: Amend the Articles of Incorporation

RESOLVED, that the amended Articles of Incorporation for The University Corporation, San Francisco State a California non-profit benefit corporation ("Corporation") in the form presented to the Board of Directors on December 7, 2012 consisting of one page, as attached hereto and incorporated herein be adopted and approved.

RESOLVED FURTHER, that any officer of this Corporation is hereby authorized and directed to take such steps as may be necessary or desirable to file the Amended Articles of Incorporation with the California Secretary of State.

Passed and adopted on this 7th day of December 2012 by the following vote:

Aye: 8 No: 0 Abstain: 0 Absent: 3

Secretary Certification

The undersigned state that he/she is the authorized Secretary of the Corporation and certifies that on 7th day of **December 2012**, at a duly called meeting of the Board of Directors of the University Corporation, San Francisco State at which a quorum was present and acting throughout, the foregoing resolution was adopted by the votes indicated above.

Wherefore, the undersigned has executed this Certification this 7th day of **December 2012**, at San Francisco State University, Administration Building 5th Floor, NEC Room 1600 Holloway Avenue, San Francisco, California.



Jason Porth, Secretary

BOD Action Item No. 20121207-04

The University Corporation, San Francisco State

P.O. Box 320160
San Francisco, CA 94132
Fax: 415.338,7950

www.ucorp@sfsu.edu

December 10, 2012

California Secretary of State
Document Filing Support Unit
1500 - 11th Street, 3rd Floor
Sacramento, CA 95814

Re: Certificate of Amendment

To whom it may concern,

Enclosed, please find the original, along with two copies, of a certificate of amendment for the following not-for-profit public benefit corporation:

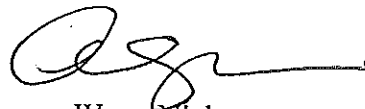
The University Corporation, San Francisco State

This corporation has its principle place of business at 1600 Holloway Avenue, San Francisco, CA 94132.

I have enclosed a check for \$30 to cover the filing cost, as well as a self-addressed, stamped envelope for return of a certified copy of the certificate of amendment. I have also enclosed a copy of the certificate for the Office of the Attorney General, pursuant to Corporations Code Sec. 5817.

Please do not hesitate to contact by assistant Linda Valdez at (415)338-2422 if we can provide any additional information.

Sincerely yours,

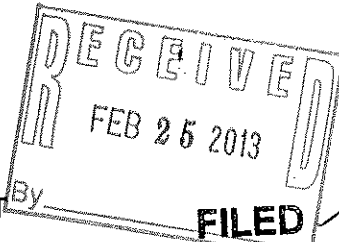


Agnes Wong Nickerson
Chief Operating Officer/CFO

Sender: Agnes Wong Nickerson, COO/CFO – The University Corporation, San Francisco State
PO Box 320160 San Francisco, CA 94132

c: file

A0737427



CERTIFICATE OF AMENDMENT

OF

ARTICLES OF INCORPORATION

Secretary of State
State of California

JAN 14 2013

C0206773

The undersigned certify that:

1. They are the Chairperson of the Board and the Secretary, respectively, of The University Corporation, San Francisco State a California corporation.
2. Article IV of the Articles of Incorporation of this corporation is amended to read as follows:

ARTICLE IV Dissolution

It is intended that this Corporation shall exist in perpetuity. In the event of dissolution of this Corporation, net assets other than trust funds shall be distributed for the benefit of San Francisco State University to a successor approved by the President of the San Francisco State University and by the Chancellor of the California State University, consistent with the requirements of the United States Internal Revenue Code and other applicable laws.

3. The foregoing amendment of Articles of Incorporation has been duly approved by the Board of Directors.
4. The amendment has been approved by the required vote of members at its meeting of December 7, 2012 as noted in resolution #20121207-04.

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 and correct of our own knowledge.

Date: 1-9-13

Charlotte Ferretti, Chairperson of the Board

Jason Porth, Secretary