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FILED  
Secretary of State  
State of California

OCT 16 2020

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**Restated Articles of Incorporation**

The undersigned certify that:

1. They are the president and the secretary, respectively, of Prison Professors Advocacy Corporation, a California corporation.
2. The Articles of Incorporation of this corporation are amended and restated to read as follows:

**ARTICLES OF INCORPORATION**

OF

**PRISON PROFESSORS CHARITABLE CORPORATION**

A California Nonprofit Public Benefit Corporation

I

The name of this corporation is Prison Professors Charitable Corporation.

II

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.

The primary purpose of the Prison Professors Charitable Corporation is to create or distribute educational content and training programs to assist people in the criminal justice system or related to the criminal justice system, including people in prison or that have been released from prison, their family members, law enforcement agencies and personnel, attorneys, prison institution staff and leaders, university faculty, staff, and students, and at risk individuals. The educational content that we distribute and training programs that we facilitate help people to prepare their lives to be law-abiding and to make valuable contributions to society or help prevent making decisions and actions that could lead to incarceration or other involvement with the criminal justice system. The corporation will carry on other charitable activities associated with these goals as allowed by law.

This corporation is organized exclusively for charitable purposes within the meaning of Internal Revenue Code §501(c)(3) or the corresponding provision of any future United States internal revenue law. Despite any other provision in these articles, the corporation shall not, except to an insubstantial degree, engage in any activities or

exercise any powers that do not further the purposes of this corporation, and the corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Internal Revenue Code §501(c)(3) or the corresponding provision of any future United States internal revenue law, or (b) a corporation, contributions to which are deductible under Internal Revenue Code §170(c)(2) or the corresponding provision of any future United States internal revenue law.

## III

The name of this corporation's initial agent for service of process is Stan Arutti, 21800 Oxnard Street, Suite 300, Woodland Hills, California 91367.

## IV

The initial street and mailing address for the principal office of the corporation shall be located at 32565 Golden Lantern, Suite B1026, Dana Point, California 92629.

## V

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


(b) All corporate property is irrevocably dedicated to the purposes set forth in Article II. No part of the net earnings of this corporation shall inure to the benefit of any of its directors, trustees, officers, private shareholders or members, or to individuals.


(c) On the winding up and dissolution of this corporation, after paying or adequately providing for the debts, obligations, and liabilities of the corporation, the remaining assets of this corporation shall be distributed to an organization (or organizations) organized and operated exclusively for charitable purposes, if the organization has established its tax-exempt status under Internal Revenue Code §501(c)(3) (or corresponding provisions of any future federal Internal Revenue Code law) and has established its tax-exempt status under Revenue and Taxation Code §23701d (or corresponding section of any future California revenue and tax law).

3. The foregoing amendment and restatement of Articles of Incorporation has been duly approved by the board of directors.
4. The foregoing amendment and restatement of Articles of Incorporation has been duly approved by the required vote of the members.

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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: 9/21/2020

  
Michael Santos, President

  
Juan Ribas, Secretary