

**ARTICLES OF INCORPORATION
OF
ACTION FOR A PROGRESSIVE FUTURE**

APR - 2 2010

**ARTICLE I
NAME**

The name of this corporation is: Action for a Progressive Future.

**ARTICLE II
PURPOSES**

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. The specific purpose of this corporation is to further public education about social, political and cultural issues; promote civic engagement; enhance public debate; and engage in lobbying and, to the extent permissible within the limits of Section 501(c)(4) of the Internal Revenue Code of 1986 ("Internal Revenue Code"), election campaign-related activities. Such purposes for which this corporation is formed are exclusively for the promotion of social welfare within the meaning of Section 501(c)(4) of the Internal Revenue Code.

**ARTICLE III
POWERS**

This corporation shall have all the powers of a natural person, subject only to any limitations imposed by these articles of incorporation, the bylaws of this corporation and applicable law. Notwithstanding the preceding statement of powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this corporation.

**ARTICLE IV
RESTRICTIONS**

A. This corporation is not organized or operated for profit, and it is operated exclusively for the promotion of social welfare within the meaning of Section 501(c)(4) of the Internal Revenue Code (or any corresponding provision of any future United States internal revenue law). Notwithstanding any other provision of these articles of incorporation, this corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(4) of the Internal Revenue Code (or any corresponding provision of any future United States internal revenue law).

B. This corporation shall not be primarily engaged in, directly or indirectly, participating or intervening in any political campaign (including the publication or distribution of statements) on behalf of, or in opposition to, any candidate for public office.

ARTICLE V
DEDICATION

The property of this corporation is irrevocably dedicated to social welfare purposes, and no part of the net earnings or assets of this corporation shall ever inure to the benefit of any director, officer or member of this corporation or to the benefit of any private individual whatsoever (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes). Upon the dissolution or winding up of this corporation, after paying or adequately providing for the debts, obligations and liabilities thereof, the remaining assets shall be distributed, for use in furtherance of the purposes of this corporation as set forth in these articles of incorporation, to one or more nonprofit funds, foundations or corporations, that are then in existence, which are organized and operated exclusively for social welfare purposes and which are exempt from taxation under Section 501(c)(4) of the Internal Revenue Code (or any corresponding provision of any previous or future United States internal revenue law) and which have established their tax-exempt status under Section 23701f of the California Revenue and Tax Code (or any corresponding section of any future California revenue and tax law).

ARTICLE VI
INITIAL AGENT FOR SERVICE OF PROCESS

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

Margaret H. Law
830 Los Trancos Road
Portola Valley, CA 94028

Dated: April 2, 2010.



Gene Takagi, Incorporator