

2880651

State of California
Secretary of State



I, BRUCE McPHERSON, 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

MAY 27 2006

BRUCE McPHERSON
Secretary of State

2880651

ENDORSED - FILED
In the office of the Secretary of State
of the State of California**ARTICLES OF INCORPORATION****MAY 22 2006****OF****CALIFORNIA EMERGING TECHNOLOGY FUND****I.**

The name of this corporation is: California Emerging Technology Fund ("Corporation").

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 and public purposes.

B. The charitable and public purpose of this Corporation shall be to fund deployment and usage of broadband facilities, as well as fund technology, equipment, content, and training necessary to make broadband service useful to underserved communities.

III.

The name in the State of California of the Corporation's initial agent for service of process is:

National Registered Agents, Inc.

IV.

A. This Corporation is organized exclusively for charitable and public purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

B. Notwithstanding any other provision of these articles, this Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.


C. 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 any political campaign (including the publishing or distribution of statements) on behalf of or in opposition to any candidate for public office.

V.

A. The property of this corporation is irrevocably dedicated to charitable and public purposes and no part of the net earnings or assets of this corporation shall inure to the benefit of (or be distributable to) any director or officer of this corporation or other private person, except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its charitable and public purposes.

B. Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to such organization (or organizations) organized and operated exclusively for charitable and public purposes, which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, in a manner and amount as determined by the Board of Directors of this corporation.

DATED: May 18, 2006


Theo F. Oliphant, Incorporator



2880651

**Certificate of Amendment
of Articles of Incorporation****FILED**
Secretary of State
State of California

FEB 26 2018

The undersigned certify that:

1. They are the president and the secretary, respectively, of California Emerging Technology Fund, a California corporation.
2. Article II, paragraph A of the Articles of Incorporation of this corporation is amended to read as follows:

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.

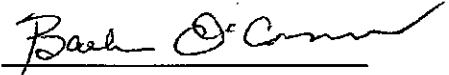
3. The foregoing amendment of Articles of Incorporation has been duly approved by the board of directors.
4. The corporation has no members.

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: Feb 23, 2018



Sunne Wright McPeak, President



Barbara O'Connor, Secretary