

ARTICLES OF INCORPORATION

MARIN SPACE

ARTICLE I

The name of this corporation is MarinSpace

ARTICLE 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 of California for charitable purposes.

A. The specific charitable purposes of this corporation are:

1. To acquire, renovate, construct and/or operate facilities in Marin County, California that will house agencies and organizations providing services, including but not limited to health, education, housing and human services, to those in need.
2. To complement the programs and activities of nonprofit, tax-exempt, charitable organizations which primarily provide services to those in need by providing rental facilities to such organizations in a manner that (a) provides stable, affordable, safe and comfortable office and program space, (b) encourages the development and operation of a full range of cost effective and operationally efficient services, (c) facilitates mission enhancing collaboration and synergy in providing those services, and (d) raises the

visibility of such organizations, their programs, and accomplishments.

3. To promote the further development of quality nonprofit workspace through educational programs and services and informational resources.

B. The general purposes and powers are to have and exercise all rights and powers conferred on nonprofit public benefit corporations under the laws of California, provided, however, that 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 III

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

ARTICLE IV

A. This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. Notwithstanding any other provision of these articles, the 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)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision

of any future United States Internal Revenue Law).

B. No substantial part of the activities of this corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall this corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

ARTICLE V

The authorized number of directors of this corporation, the manner in which directors shall be chosen and removed from office, their qualifications, powers, duties, compensation, if any, tenure of office, the manner of filling vacancies on the Board of Directors, and the manner of calling and holding meetings of the Board of Directors, shall be as set forth in the Bylaws.

ARTICLE VI

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. 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 has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code to be used for

the charitable purpose of providing low-cost capital to nonprofit corporations in Marin County, California which have established their Section 501(c)(3) tax-exempt status. This Article VI can not be amended without the prior written approval of the California Attorney General.

ARTICLE VII

Any amendment of the provisions of these Articles of Incorporation must be approved by two-thirds of the authorized number of directors.

ARTICLE VIII

The names and addresses of the persons appointed to act as directors at this time:

Name

Address

Insert names of Board Members Here

Dated:

We hereby declare that we are the persons who executed the foregoing Articles of Incorporation, which execution is our act and deed.