

ARTICLES OF INCORPORATION  
OF

The Inside Men's Foundation

**FILED**  
In the Office of the Secretary of State  
of the State of California  
OCT 26 2012 *[Signature]* / c t

I.

The name of this corporation is The Inside Men's Foundation

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 public and charitable purposes.

B. The specific purpose of this corporation is to the Inside Men's Group is an organization dedicated to assisting inmates of the California Department of Corrections in maximum security prisons in taking behavioral, emotional and spiritual responsibility for their lives. ICF is a not-for-profit organization created by inmates and citizens dedicated to the personal growth of men in prison. Aided by outside volunteers, inmates conduct weekly circles and occasional week-end trainings where the inmates can safely explore, express and work through issues that may have prevented them from living up to their full potential as human beings.

III.

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

Legalzoom.com, Inc.

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.

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

V.

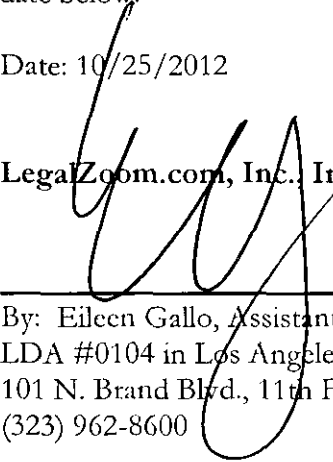
The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person. Upon the dissolution or

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 is organized and operated exclusively for charitable purposes* and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation on the date below.

Date: 10/25/2012

**LegalZoom.com, Inc. Incorporator**

  
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By: Eileen Gallo, Assistant Secretary  
LDA #0104 in Los Angeles County (expires 12/2013)  
101 N. Brand Blvd., 11th Floor, Glendale, CA 91203  
(323) 962-8600