

ARTICLES OF INCORPORATION
Worknet of Merced County, Incorporated

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

JUN 11 2001

BILL JONES, Secretary of State

I

The name of this corporation is Worknet of Merced County, Incorporated.

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 engage in workforce development activities that increase the employment and earnings of Merced County residents, increase their occupational skill attainment and, as a result, improve the overall quality of the workforce, reduce welfare dependency, enhance the productivity and competitiveness of the County and increase the standard of living of its residents.

C. In furtherance thereof, the corporation may (1) receive property by gift, appropriations, grant or contract, (2) devise or bequest, invest and reinvest the same, (3) apply the income and principal thereof, as its board of directors may from time to time determine, either directly or through contributions to any charitable organization or organizations, exclusively for charitable or educational purposes and (4) engage in any lawful act or activity for which corporations may be organized under the Nonprofit Public Benefit Corporation Law of the State of California.

III

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

John V. Kasnick
2954 Harvest Drive
Mariposa, California 95338

IV

A. This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3), 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), Internal Revenue Code.


John V. Kasnick, Incorporator

