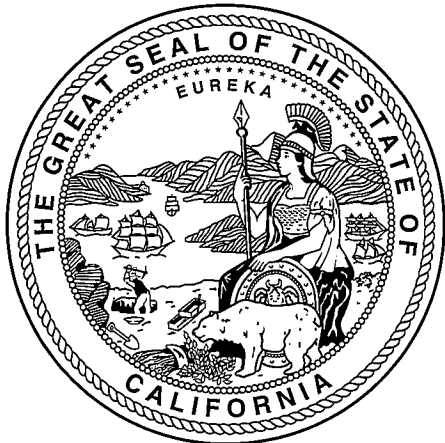


State of California
Secretary of State



I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 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

JUN 3 0 2009

DEBRA BOWEN
Secretary of State

ENDORSED—FILED
In the office of the Secretary of State
of the State of California

JUN 19 2009

**CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION**

The undersigned certify that:

1. They are the president and secretary, respectively of Rotary Youth Programs of District 5160, a California corporation.

2. a. Article I of the Articles of Incorporation of this corporation is amended to read as follows:

"The name of this corporation is

ROTARY INTERNATIONAL DISTRICT 5160"

b. Paragraph B of Article II of the Articles of Incorporation of this corporation is amended to read as follows:

"B. The specific purpose of this corporation is to promote and administer the various activities of Rotary International in District 5160, including but not limited to administration, training, fundraising and youth activities."


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: June 18, 2009


Jim Campbell, President


Daniel H. Dahlen, Secretary

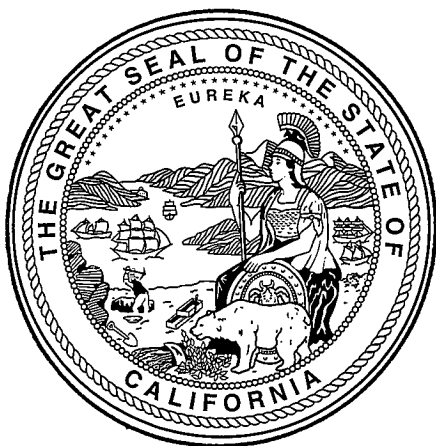


State of California
Secretary of State



I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 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

APR 05 2006

BRUCE McPHERSON
Secretary of State

MAR 17 2006

ARTICLES OF INCORPORATION

I

The name of this corporation is Rotary Youth Programs of District 5160.

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 promote and administer Rotary Youth Exchange, Interact, Camp Royai, Camp Venture, and all youth serving programs of Rotary District 5160. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

III

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

Eduardo Roodveldt
 798 Augusta Drive
 Moraga, CA 94556

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) of the Internal Revenue Code.

Date: March 16, 2006



Daniel H. Dahlen
 Incorporator

