



State of California

OFFICE OF THE SECRETARY OF STATE

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this

DEC 06 1985



March Fong Eu

Secretary of State

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
(Children in Placement Project, Inc.)

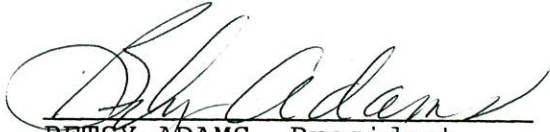
ENDORSED
FILED
In the office of the Secretary of State
of the State of California
NOV 22 1985
MARCH FONG EU, Secretary of State
By JAMES E. HARRIS
Deputy

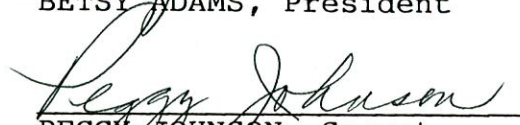
BETSY ADAMS and PEGGY JOHNSON certify that:

1. They are the president and the secretary, respectively, of CHILDREN IN PLACEMENT PROJECT, INC., a California Corporation.
2. Article I of the articles of incorporation of this corporation is amended to read as follows:

THE NAME OF THIS CORPORATION IS VOICES FOR CHILDREN.


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


BETSY ADAMS, President


PEGGY JOHNSON, Secretary

The undersigned declare under penalty of perjury that the matters set forth in the foregoing certificate are true of their own knowledge.

Executed at San Diego, California on October 17, 1985.


BETSY ADAMS


PEGGY JOHNSON



State
of
California
OFFICE OF THE SECRETARY OF STATE

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IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this

AUG 17 1982



March Fong Eu

Secretary of State

1155526

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

AUG 16 1982

MARCH FONG EU, Secretary of State
Margaret L. Montgomery
Deputy

ARTICLES OF INCORPORATION
OF
CHILDREN IN PLACEMENT PROJECT, INC.

I.

The name of this Corporation is CHILDREN IN PLACEMENT PROJECT, INC.

II.

A. This Corporation is a non-profit public benefit corporation and is not organized for the private gain of any person. It is organized under the Non-Profit Public Benefit Corporation Law for Charitable Purposes.

B. The specific purpose of this Corporation is to advocate for the right of every child to a permanent home.

III.

The name and address in the State of California for this Corporation's initial agent for service of process is: KATHRYN F. ASHWORTH, Children in Placement Project, Inc., 2851 Meadow Lark Drive, San Diego, California 92123.

IV.

A. The property of this Corporation is irrevocably dedicated to charitable purposes, and no part of a net income or assets of this organization shall ever inure to the benefit of any director, officer, or member of this Corporation, or to the benefit of any private person.

B. Upon the winding up or dissolution of this Corporation, and after paying or adequately providing for the debts and liabilities of the Corporation, the remaining assets shall be distributed to a non-profit 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.

V.

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 provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation,

contributions to which are deductible under Section 170(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, nor shall this Corporation participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office.

DATED: August 12, 1982

Kathryn F. Ashworth
KATHRYN F. ASHWORTH, Incorporator

I hereby declare that I am the person who executed the above Articles of Incorporation, which execution is my act and deed.

Kathryn F. Ashworth
KATHRYN F. ASHWORTH