

State of California



SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

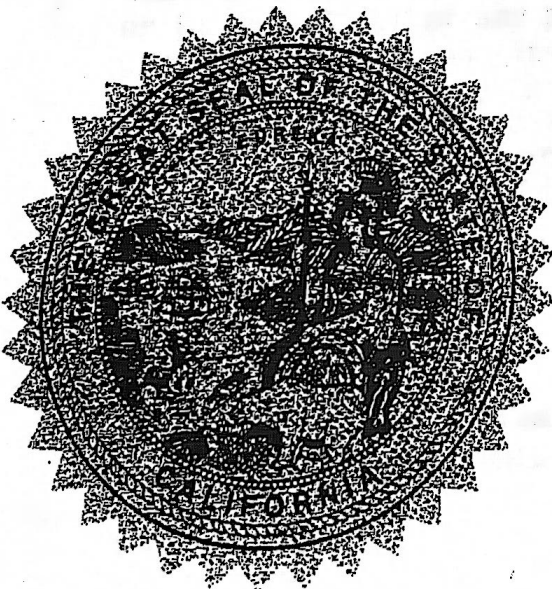
That the attached transcript of 4 page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

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

AUG 21 2001

Bill Jones

Secretary of State



SEP 8 1988

ARTICLES OF INCORPORATION

OF
ETHIO-EDER

March Fong Eu
MARCH FONG EU, Secretary of State

I

The name of this corporation is ETHIO-EDER.

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 charitable purposes.

B. The specific purpose of this corporation is to promote Ethiopian tradition and culture and to provide assistance to the needy members of the Ethiopian Community in the Greater Bay Area.

III

Consent will be given to the Gov. to incorporate

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

Mr. Mulugeta Gerefa, 1035 Laguna St., Apt. E, San Francisco, CA 94115

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.

7/26/88
DATE

Mulugeta Gerefa
(Signature of Incorporator)

Mulugeta Gerefa
(Type name of Incorporator)

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

Mulugeta Gerefa
(Signature of Incorporator)

OCT 11 1988



STATE OF CALIFORNIA
FRANCHISE TAX BOARD
P O BOX 651
SACRAMENTO, CA 95812-0651

September 8, 1988

In reply refer to
344:APP:PTS:rk:g

Ethio-Eder
P. O. Box 31946
Oakland, CA 94604

Purpose : Charitable
Form of Organization : Corporation
Accounting Period Ending: December 31
Organization Number :

On the basis of the information submitted and provided your present operations continue unchanged or conform to those proposed in your application, you are exempt from state franchise or income tax under Section 23701d, Revenue and Taxation Code. Any change in operation, character or purpose of the organization must be reported immediately to this office so that we may determine the effect on your exempt status. Any change of name or address also must be reported.

You are required to file Form 199 (Exempt Organization Annual Information Return) or Form 199B (Exempt Organization Annual Information Statement) on or before the 15th day of the 5th month (4 1/2 months) after the close of your accounting period. See annual instructions with forms for requirements.

You are not required to file state franchise or income tax returns unless you have income subject to the unrelated business income tax under Section 23731 of the Code. In this event, you are required to file Form 109 (Exempt Organization Business Income Tax Return) by the 15th day of the 5th month (4 1/2 months) after the close of your annual accounting period.

If the organization is incorporating, this approval will expire unless incorporation is completed with the Secretary of State within 60 days.

Exemption from federal income or other taxes and other state taxes requires separate applications.

Exempt Organizations Unit
Telephone (800) 852-7050

cc: Fessha Taye
Registrar of Charitable Trusts
Secretary of State
FTB 4206-ATS (REV. 8-87)

82102

1625110

A452219

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

OCT 11 1994

Certificate of Amendment
of
Articles of Incorporation

Tony Miller
Acting Secretary of State

FESAHA TAYE and TEDENEKIALESH KEBEDE certify that:

1. They are the president and secretary, respectively of ETHIO-EDER, a California nonprofit corporation.
2. The articles of incorporation of this corporation are amended to read as set forth in Exhibit A attached hereto.
3. The foregoing amendment of articles of incorporation has been duly approved by the board of directors.
4. The foregoing amendment of articles of incorporation has been duly approved by the members of the corporation.

I 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 to my knowledge.

Date: 10/1/94

Fesaha Taye
FESAHA TAYE, President

Date: 10/1/94

Teddy Kebede
TEDENEKIALESH KEBEDE, Secretary

Articles of Incorporation
of
ETHIO-EDER

Article I

The name of this corporation is ETHIO-EDER.

Article II

This corporation is a nonprofit mutual benefit corporation organized under the Nonprofit Mutual Benefit Corporation Law. This corporation's purpose is to engage in any lawful act or activity for which a corporation may be organized under such law. This corporation is formed for the specific purposes of facilitating mortuary and burial services its members.

Article III

Notwithstanding any of the above statements of purposes and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the specific purposes of the corporation.

Article IV

Upon dissolution of the corporation, the remaining assets will be distributed to all persons who were members of the corporation during all or any part of the period in which assets were held by the corporation. Such distribution shall be in proportion to the amount of business done with those members during that period insofar as is practicable.

