

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS
CORPORATIONS DIVISION



C E R T I F I C A T E

THIS IS TO CERTIFY that all applicable provisions of the District of Columbia Business Organizations Code have been complied with and accordingly, this **CERTIFICATE OF RESTATED ARTICLES** is hereby issued to:

SCHOOLS, HEALTH & LIBRARIES BROADBAND COAILTION

Effective Date: 1/9/2013

IN WITNESS WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed as of 1/9/2013 11:45 AM



Business and Professional Licensing Administration

A handwritten signature in cursive script that reads 'Patricia E. Grays'.

PATRICIA E. GRAYS
Superintendent of Corporations
Corporations Division

Vincent C. Gray
Mayor

Tracking #: Xe9pmopt



DEPARTMENT OF CONSUMER & REGULATORY AFFAIRS
 District of Columbia Government
 Corporations Division

Restated Articles of Incorporation of Domestic Nonprofit Corporation
 Form DNP-3, Version 2, January 2012.

This form will allow for a domestic nonprofit corporation to restate its original articles of incorporation or incorporate all amendments in one document.

ENTITY TYPE	FILING FEE
Domestic Nonprofit Corporation	Refer to Corporate Fee Schedule posted online.

Under the provisions of the Title 29 of D.C. Code (Business Organizations Act), the domestic filing entity listed below hereby applies for a Certificate of Restated Articles of Incorporation and for that purpose submits the statement below.

1. Corporation Name.
 Schools, Health & Libraries Broadband Coalition

2. The text of the restated articles of incorporation. (may attach the statement)
 See attached.

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JAN 9 - 2013

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3. The restated articles consolidate all amendments into a single document.
 4. If a new amendment is included in the restated articles then all requirements of the section §§ 29-408.03 and 29-408.04. shall be met.
 If you sign this form you agree that anyone who makes a false statement can be punished by criminal penalties of a fine up to \$1000, imprisonment up to 180 days, or both, under DCOC § 22-2405.

5. Name of the Governor or Authorized Person. Ezra W. Reese	5A. Signature of the Governor or Authorized Person. 
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Mail all forms and required payment to:
 Department of Consumer and Regulatory Affairs
 Corporations Division
 PO Box 92300
 Washington, DC 20090
 Phone: (202) 442-4400

Corporate Online Services Information:
 Many corporate filings are available by using CorpOnline Service.
 Go to CorpOnline site at <https://corp.dhra.dc.gov>, create the profile,
 access the online services main page and proceed. Online filers must pay by
 using the credit card.

Please check dcra.dc.gov to view organizations required to register, to search business names, to get step-by-step guidelines to register an organization, to search registered organizations, and to download forms and documents. Just click on "Corporate Registrations."

RESTATED ARTICLES OF INCORPORATION
OF
SCHOOLS, HEALTH & LIBRARIES BROADBAND COALITION

ARTICLE 1. NAME

The name of this corporation is the Schools, Health and Libraries Broadband Coalition.

ARTICLE 2. MEMBERS

This corporation shall have no members.

ARTICLE 3 NONPROFIT INCORPORATION

This corporation is incorporated as a nonprofit corporation under D.C. Code Title 29, Chapter 4.

ARTICLE 4 REGISTERED AGENT'S NAME AND ADDRESS

The name and address of the corporation's initial registered agent is CT Corporation Services, 1015 15th Street NW, Suite 1000, Washington, DC 20005.

ARTICLE 5. PURPOSES

Section (a):

This corporation is organized exclusively for charitable and educational purposes.

This corporation is organized primarily for the following purposes:

- 1) To encourage the deployment of affordable, open, high-capacity broadband networks and faster Internet services for schools, libraries, health care providers, and other community anchor institutions across America; and

DCRA CORP. DIV.

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2) For all other purposes permitted under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law).

Section (b):

This corporation shall use its funds only to accomplish the purposes stated in these Articles of Incorporation. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE 6. DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE 7. INDEMNIFICATION

This corporation reserves the power to indemnify Directors for judgments, settlements, penalties, fines, including excise taxes assessed with respect to employee

benefit plans, or reasonable expenses incurred with respect to proceedings, to any person for any action taken, or failure to take any action, as a director, except liability for:

- 1. Receipt of a financial benefit to which the director is not entitled;**
- 2. An intentional infliction of harm;**
- 3. A violation of D.C. Code § 29-406.33 or a successor provision of law;
or**
- 4. An intentional violation of criminal law.**