

GOVERNMENT OF THE DISTRICT OF COLUMBIA  
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS  
BUSINESS REGULATION ADMINISTRATION



**C E R T I F I C A T E**


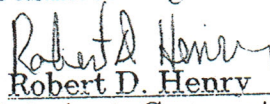
***THIS IS TO CERTIFY*** that all applicable provisions of the DISTRICT OF COLUMBIA NONPROFIT CORPORATION ACT have been complied with and accordingly, this ***CERTIFICATE of INCORPORATION*** is hereby issued to

***DRCNET FOUNDATION, INC.***

as of ***MAY 12TH, 1997.***

Hampton Cross  
Director

Katherine A. Williams  
Administrator  
Business Regulation Administration

  
  
Robert D. Henry  
Act. Asst. Corporate Program Manager  
Corporations Division

Marion Barry, Jr.  
Mayor

ARTICLES OF INCORPORATION  
of  
DRCNET FOUNDATION, INC.

FILED  
MAY 12 1997  
BY: [Signature]

TO: Department of Consumer and Regulatory Affairs,  
Business Regulation Administration, Corporations Division,  
614 H Street, N.W., Washington, D.C. 20001

We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators of a corporation under the District of Columbia Nonprofit Corporation Act (D.C. Code, 1981 edition, Title 29, Chapter 5), adopt the following Articles of Incorporation:

FIRST: The name of the corporation is DRCNet Foundation, Inc..

SECOND: The period of duration is perpetual.

THIRD: The purpose for which the corporation is organized is to heighten public awareness of the consequences of drug policies, including but not limited to the current war on drugs; and to promote rational debate on drug prohibition and alternatives to total prohibition.

To these ends, the corporation will:

- (a) research the public health, medical, economic, social, criminal justice, and other costs of the war on drugs, and related topics;
- (b) communicate regularly with organizations and individuals concerned with drug policy;
- (c) provide communications and networking services to such persons for sharing and gathering of information;
- (d) disseminate information about drug policy and the impact of the war on drugs, through the Internet, through a newsletter and other bulletins, through the mass media, and other means; and
- (e) distribute informational bulletins on drug policy reform.

FOURTH: The corporation will have no members.

FIFTH: The Board of Directors shall have the power to vote.

SIXTH: The method of election or appointment of the Board of Directors, their qualifications, powers, duties, compensation and tenure of office, the manner of

filling vacancies on the Board and the manner of calling and holding meetings of the Directors, shall be as stated in the bylaws of the corporation. The power to adopt or amend organizational bylaws is reserved to the Board of Directors.

- SEVENTH:
- (a) Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on 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.
  - (b) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its Directors, 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 in Article Third hereof.
  - (c) Upon the dissolution of this corporation, its assets remaining after payment of, 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 to achieve similar purposes to this corporation.

EIGHTH: The address, including street and number and zip code, of the initial registered office is 4455 Connecticut Ave., NW, Suite B-500, Washington, D.C. 20008, and the name of the initial registered agent at such address is David Borden.

NINTH: The number of Directors constituting the initial Board of Directors is eight and the names and addresses, including street and number and zip code, of the persons who are to serve as the initial Directors until the first annual meeting or until their successors be elected or appointed and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
David Borden	[REDACTED] Washington, D.C. 20008
Keith Cylar	[REDACTED] New York, NY [REDACTED]
Dawn Day	[REDACTED] Princeton, NJ [REDACTED]
Cheryl Epps	[REDACTED] Washington, D.C. [REDACTED]



Richard M. Evans

Northampton, MA

Clifford A. Schaffer

Canyon Country, CA

Joey Tranchina

Redwood City, CA

Aaron D. Wilson

New York, NY

TENTH: The name and address, including street and number and zip code, of each incorporator is:

NAME

ADDRESS

David Borden

Washington, D.C.

Cheryl Epps

Washington, D.C.

Peter Kempner

Washington, D.C.

DATE: May 9, 1997

*David Borden*

INCORPORATOR

*Cheryl Epps*

INCORPORATOR

*Peter Kempner*

INCORPORATOR

I, DEBORAH SUGAR, a Notary Public, hereby certify that on the 9<sup>TH</sup> day of May, 1997, David Borden, Cheryl Epps, and Peter, appeared before me and signed the foregoing document as incorporators, and have averred that the statements therein contained are true.

*Deborah Sugar*

Deborah Sugar  
Notary Public District of Columbia  
My Commission Expires: June 30, 2000

GOVERNMENT OF THE DISTRICT OF COLUMBIA  
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS  
BUSINESS REGULATION ADMINISTRATION



C E R T I F I C A T E

THIS IS TO CERTIFY that all applicable provisions of the DISTRICT  
OF COLUMBIA NONPROFIT CORPORATION ACT have been complied with and  
accordingly, this CERTIFICATE of AMENDMENT is hereby issued to  
DRCNET FOUNDATION, INC.

as of FEBRUARY 19th , 1998 .

W. David Watts  
Director

Patricia A. Montgomery  
Administrator  
Business Regulation Administration

*Desiree M. Jones*  
Desiree M. Jones  
Act. Asst. Superintendent of Corporations  
Corporations Division

Marion Barry, Jr.  
Mayor

ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION  
OF  
DRCNET FOUNDATION, INC.

TO:  
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS  
BUSINESS REGULATION ADMINISTRATION  
CORPORATIONS DIVISION  
614 H STREET, N.W. ROOM 407  
WASHINGTON, D.C. 20001

Pursuant to the provisions of the District of Columbia non-profit Corporation Act, the undersigned adopts the following Articles of Amendment to its Articles of Incorporation:

**FIRST:** The name of the corporation is: DRCNet Foundation, Inc.

**SECOND:** The following amendment of the Articles of Incorporation was adopted by the Corporation in the manner prescribed by the District of Columbia Non-profit Corporation Act:

Article Third, paragraph one, shall be amended to read as follows:

"The purpose for which the corporation is organized is to heighten public awareness of the consequences of drug policies, including but not limited to the current war on drugs; and to promote rational debate on drug prohibition and alternatives to total prohibition. The corporation is organized exclusively for charitable and education purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code."

Article Seventh, paragraph (a), shall be amended to read as follows:

"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."

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Article Seventh, paragraph (c), shall be amended to read as follows:

"Upon the dissolution of this corporation, its assets remaining after payment of, 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 to achieve similar purposes to this corporation, 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. 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."

~~In Article Ninth, paragraph one, the phrase "The number of Directors constituting the initial Board of Directors is eight" shall be struck and replaced with "The number of Directors constituting the Board of Directors shall be an odd number greater than or equal to three, except that the number may differ from these requirements following the resignation or removal of any Director".~~

D.B.

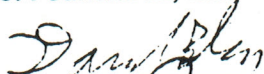
**THIRD:** The amendment was adopted in the following manner: The amendment was adopted at a meeting of the Board of Directors held on October 17, 1997, and received 15 the vote of a majority of the Directors in office, there being no members having voting rights in respect thereof.

D.B.

Date: 12/11/97

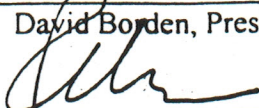
DRCNet Foundation, Inc.

By



David Borden, President

ATTEST:



Richard Evans, Secretary

**DISTRICT OF COLUMBIA  
DEPARTMENT OF CONSUMER  
AND REGULATORY AFFAIRS**

I hereby certify that this is a true  
and complete copy of the document  
filed in this office, the Corporations  
Division of the Business Regulation  
Administration, and that this docu-  
ment was admitted to record in

File #

9711349  
Amendment

Date of Certification 2-19 19 98

Asst. Asst.

Superintendent of Corporations

By Nesun M. Jones