

Articles of Association of SRI ALUMNI ASSOCIATION

The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Incorporated Association under the Non-Profit Corporation Law of California do hereby certify:

- A. **Name:** The name of the Incorporated Association shall be SRI ALUMNI ASSOCIATION.
- B. **Location:** The place in this state where the principal office of the Incorporated Association is to be located is the City of Menlo Park, San Mateo County.
- C. **Purpose:** Said Incorporated Association is organized exclusively for the benefit of members, who have been employees of SRI International, the companies known as Sarnoff Corporation, or PARC (also known formerly as Palo Alto Research Center or Xerox PARC) as well as any future SRI acquisitions, to maintain ties through social gatherings and news about SRI International and alumni activities as allowed under section 501(c)(7) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- D. **Initial Trustees/Officers:** The names and addresses of the persons who are the initial trustees of the corporation are as follows:

Name _____	Address _____
Name _____	Address _____
Name _____	Address _____

- E. **Governance:** The Incorporated Association shall be managed by a Board of Directors. The number of directors shall be fixed by the Bylaws of the corporation, but the number of directors shall be no less than three (3).
- F. **Restraints.** No part of the net earnings of the Incorporated Association shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Incorporated Association 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. No substantial part of the activities of the Incorporated Association shall be the carrying on of propaganda or otherwise attempting to influence

legislation unless in keeping with the goals of the association. The association shall not carry on any other activities not permitted for an Incorporated Association exempt from federal income tax under section 501(c)(7) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

- G. **Dissolution:** Upon the dissolution of the Incorporated Association, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(7) of the Internal Revenue Code, or the corresponding section of any future federal tax code as discussed in the DISSOLUTION section of the SRI ALUMNI ASSOCIATION BYLAWS. In witness whereof, we have hereunto subscribed our names this ____ day of _____, 20__.

PRESIDENT: _____

SECRETARY: _____

TREASURER: _____