This Agreement of Merger is entered into by The Tides Center, a California nonprofit public benefit corporation (herein "Surviving Corporation") and HIV Story Project, a California nonprofit public benefit corporation (herein "Merging Corporation"), (together, referred to as Parties), as of October 30, 2019.

1. Merging Corporation shall be merged into Surviving Corporation.

2. There are no members of the Merging Corporation or the Surviving Corporation, and nothing in this Agreement shall cause either of the Parties to have members.

3. Merging Corporation shall from time to time, as and when requested by Surviving Corporation, execute and deliver all such documents and instruments and take all such action necessary or desirable to evidence or carry out this merger.

4. The effect of the merger and the effective date of the merger are as prescribed by law.

IN WITNESS WHEREOF the parties have executed this Agreement.

Tides Center

[Signature]
Tuti Scott, President

[Signed]
Suneela Jain
Suneela Jain, Secretary

HIV Story Project

[Signature]
Marc Smolowitz, President

[Signature]
Deborah Craig, Secretary
Certificate of Approval
of
Agreement of Merger

Tuti Scott and Suneela Jain certify that:

1. They are the president and the secretary, respectively, of Tides Center, a California Nonprofit Public Benefit corporation.

2. The principal terms of the Agreement of Merger in the form attached were duly approved by the board of directors.

3. No other approvals are required.

4. The Attorney General of the State of California has been given notice of the merger.

We 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 of our own knowledge.

Date: 12/17/19

(Tsignature of President)

Tuti Scott
(Typed Name of President), President

(Signature of Secretary)

Suneela JAIN
(Typed Name of Secretary), Secretary
Certificate of Approval
of
Agreement of Merger

Marc Smolowitz and Deborah Craig certify that:

1. They are the president and the secretary, respectively, of HIV Story Project, a California Nonprofit Public Benefit corporation.

2. The principal terms of the Agreement of Merger in the form attached were duly approved by the board of directors.

3. No other approvals are required.

4. The Attorney General of the State of California has been given notice of the merger.

We 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 of our own knowledge.

Date: December 17, 2019

Marc Smolowitz

(Signature of President)

(Typed Name of President), President

Deborah Craig

(Signature of Secretary)

(Typed Name of Secretary), Secretary