

10 SEP 13 2018



of

THE ALVAN AZINNA CHIBUZO IKOKU FOUNDATION

The undersigned certify that:

1. They are the president and the secretary, respectively, of The Alvan Azinna Chibuzo Ikoku Foundation, a California corporation.
2. The Articles of Incorporation of this corporation are amended and restated to read as follows and are hereby formally incorporated by reference as if fully set forth therein (see Exhibit A).
3. The foregoing amendment and restatement of Articles of Incorporation has been duly approved by the board of directors.
4. The corporation has no members.

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: August 23, 2018



Signed by Alvan Azinna Chibuzo Ikoku
President and Chair, The Alvan Azinna Chibuzo Ikoku Foundation



Signed by Chinyere Ukeagumo Ikoku, Jr
Secretary, The Alvan Azinna Chibuzo Ikoku Foundation

EXHIBIT A

RESTATED ARTICLES OF INCORPORATION
of
THE ALVAN AZINNA CHIBUZO IKOKU FOUNDATION

ARTICLE 1

Name

The name of the corporation is: The Alvan Azinna Chibuzo Ikoku Foundation.

ARTICLE 2

Formation and Existence

- (a) This corporation is formed as part of The Declaration of Trust for The Chinyere and Chinelo Ikoku Charitable Trusts, as that Declaration of Trust is originally made, amended from time to time, and signed only by Alvan Azinna Chibuzo Ikoku.
- (b) The corporation shall have perpetual existence.
- (c) The character and essence of the corporation is, the same as the purpose, as further described in the aforementioned Declaration and in Articles 3 and 4 below.

ARTICLE 3

Corporate Purpose

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.

ARTICLE 4

Specific Purposes

- (a) This corporation is organized and operated exclusively for charitable, educational, literary, and scientific purposes within the meaning of those terms as used in Internal Revenue Code section 501(c)(3), including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Internal Revenue Code section 501(c)(3), or the corresponding section of a future federal tax code.
- (b) The specific purpose of this corporation is to promote the public awareness of and serve the public interest in Africa and its global diasporas. More specifying charitable purposes of this corporation are as further described and restricted in The Declaration of Trust for The Chinyere and Chinelo Ikoku Charitable Trusts.

ARTICLE 5
Members

This corporation does not have members or shareholders.

ARTICLE 6
Irrevocable Dedication, No Private Inurement

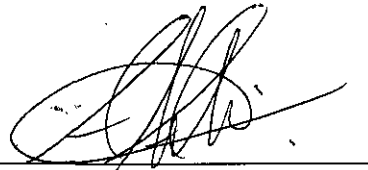
The property of this corporation is irrevocably dedicated to the charitable purposes in Articles 3 and 4 hereof and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person.

ARTICLE 7
Prohibited Activities

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of or in opposition to any candidate for public office.

ARTICLE 8
Distributions Upon Dissolution

Upon the unlikely dissolution or winding up of this corporation, its assets remaining after payment, or provision of payment, of all debts and liabilities of this corporation shall be distributed as described in the aforementioned Declaration of Trust to one or more nonprofit funds, foundations or corporations which are organized and operated exclusively for the charitable purposes in Articles 3 and 4 hereof; which have established their tax-exempt status under Internal Revenue Code section 501(c)(3); and which have met the further specifying and restricting requirements for tax-exempt charitable organizations described in the aforementioned Declaration of Trust for The Chinyere and Chinelo Ikoku Charitable Trusts.



Alvan Azinna Chibuzo Ikoku
President and Chair, The Alvan Azinna Chibuzo Ikoku Foundation

Thursday, August 23, 2018.