



ARTICLES OF INCORPORATION

I

The name of the corporation: Alliance for Nuclear Responsibility

II

A. The corporation is a nonprofit PUBLIC BENEFIT CORPORATION and is not organized for the private gain of any private person. It is organized under the Nonprofit Public Benefit Corporation Law for:

- ☐ public purposes
- ☐ Charitable purposes
- ☒ public and charitable purposes

B. The specific purpose of this corporation to lobby & educate the California public on alternative energy sources to provide power to phase out California's nuclear power and radioactive waste facilities.

III

The name and address in the State of California of this corporation's initial agent for service of process is:

Name: Rochelle Becker
Address: 1037 Ritchie Rd.
City: Grover Beach

State California

Zip 93433

IV

The names and addresses of the persons who are appointed to act as the initial directors of the corporation are:

| Name | Address |
|------------------|--|
| Jonathan Parfrey | 15332 Antioch St., Pacific Palisades, Ca 90272 |
| David Weisman | 375 Surf St # C, Morro Bay, Ca 93442 |
| Shirley Vaine | 12731 Stone Canyon, Poway, Ca 92064 |

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V

- A. This corporation is organized and operated exclusively for **charitable** purposes within the meaning of Section 501(c)(3), Internal Revenue Code.
- B. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

VI

The property of this corporation is irrevocably dedicated to **charitable** purposes 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. Upon the dissolution or winding up of the corporation, its assets remaining after payment, 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 exclusively for **charitable** purposes and which has established its tax exempt status under Section 501(c)(3), Internal Revenue Code.

DAVID WEISMAN


(Signature of Director)

(Typed Name of Director), Director

JONATHAN PARFREY


(Signature of Director)

(Typed Name of Director), Director

SHIRLEY VAINÉ


(Signature of Director)

We declare that we are the persons who executed the foregoing Articles of Incorporation which execution is our act and deed.


DAVID WEISMAN


(Signature of Director)

JONATHAN PARFREY

(Typed Name of Director), Director

SHIRLEY VAINÉ


(Signature of Director)

(Typed Name of Director), Director

Bylaws
of the
Alliance for Nuclear Responsibility

February 2005

Article 1 - NAME AND LOCATION

Sec. 1.01 The name of the corporation shall be the Alliance for Nuclear Responsibility. The principal office of the corporation is located in San Luis Obispo County, California.

ARTICLE 2 - PURPOSE

The primary objectives and purposes of this organization shall be to educate the public on energy choices and to reduce the dangers associated with nuclear energy and nuclear waste and to take specific actions related assuring public health from unsafe exposure to ionizing radiation.

ARTICLE 3 - MEMBERS

Sec. 3.01. This corporation shall have no members

ARTICLE 4 - OFFICERS AND BOARD OF DIRECTORS

Sec. 4.01 Number of Directors: The authorized number of Directors shall be not less than 3 and not more than 9. Collectively they shall be known as the Board of Directors. As used in these Bylaws in relation to any power or duty requiring collective action, the terms "Directors" and "Board" mean "Board of Directors".

Sec. 4.02 Qualifications: The officers of the Alliance for Nuclear Responsibility shall be President, Secretary and Treasurer. The Alliance for Nuclear Responsibility for the selection, removal and replacement of officers/board members.

Sec. 4.03 Duties of the President: The president shall be responsible for the property, affairs, and businesses of the Alliance for Nuclear Responsibility, subject to the approval of the board. The president may, when necessary, sign and execute in the name of this corporation contracts and other instruments duly authorized by the Board. The president shall be the representative of the Board and perform any duties assigned by the Board.

Sec. 4.04 Duties of the Secretary: The secretary shall take minutes at meetings, keep the minutes, Bylaws, Articles of Incorporation and other important documents in a safe location and perform any other duties assigned by the Board.

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Sec. 4.06 Duties of the Treasurer: The treasurer shall be responsible for the funds of the corporation and shall deposit, invest and disburse funds as directed by the Board. The treasurer will be responsible for making sure that all reports required by the Internal Revenue Service, the Franchise Tax Board and other agencies are filed in a timely manner and perform any other duties assigned by the Board. The accounts of this corporation shall be audited at least once a year and copies of all audits shall be kept on file.

Sec. 4.08 Power of the Board of Directors. The Directors shall exercise the powers of the corporation, control of its property and conduct its affairs, except as otherwise provided by these Bylaws, the Articles of Incorporation or by law.

Sec. 4.09 Committees: The Board of Directors may create committees, provide for the appointment of committee members and chairpersons and prescribe their duties.

Sec. 4.10 Compensation: Directors shall serve without compensation for their duties as Directors. However, Directors may be reimbursed as necessary for actual expenses. And Director may decline reimbursement. No part of the earnings of this corporation shall ever inure to the benefit of or be payable to any director or officer of the corporation or any other individual.

Sec. 4.11 Non-liability. The Directors shall not be personally liable for the debts, liabilities, or other obligations of the corporation, except as required by law.

Sec. 4.12 Indemnification - Right of Indemnity: To the fullest extent permitted by law, this corporation shall indemnify its Directors and Officers, employees and other persons described in Section 9246 (a) of the California Corporations Code, including persons formerly occupying such positions, against all expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred by them in connection with any "proceeding" as that term is used in that Section and including an action by or in the right of the corporation by reason of the fact that such person is or was a person described by the section. "Expenses," as used in this Bylaw, shall have the same meaning as in Section 9246 (a) of the California Corporations Code.

ARTICLE 5 - MEETINGS

Sec. 5.01 Meetings involving the Board and other interested individuals may be called on as an as-needed basis in any convenient location.

Sec. 5.02 Quorum: For an informal vote, a quorum shall consist of the number of people in attendance at the meeting. For a formal vote on an important matter such as allotment of funds, a quorum shall consist of the majority of the Board members and the vote that is counted will be the vote of the Board. If it is not feasible to hold a meeting, a vote of the Board may be taken by telephone or e-mail.

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ARTICLE 6 - GENERAL PROVISIONS

Sec 6.01. Corporate Records: The corporation shall keep, at such a place as the Board may order, regular minutes of its proceedings, cause them to be filed with the corporate records, and report the same to the board from time to time as the board may require.

Sec 6.03 Fiscal Year: The fiscal year of this corporation shall be January 1 to Dec 31 unless otherwise designated by the Board.

Sec 6.05 Conflict of Interest: No member of the Board of Directors shall vote on any issue where the Director has a conflict of interest.

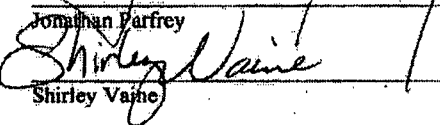
WRITTEN CONSENT OF DIRECTORSS ADOPTING BYLAWS

We, the undersigned, are all of the persons named as the initial in the articles of incorporation of the Alliance for Nuclear Responsibility, a California nonprofit corporation and pursuant to the authority granted to the directors by these bylaws to take action by unanimous written consent without a meeting, consent to, and hereby do, adopt the foregoing bylaws, consisting of three pages, as the bylaws of this corporation.

Dated: 2-14-05


David Weisman


Jonathan Parfrey


Shirley Vaine

CERTIFICATE

This is to certify that the foregoing is a true and correct copy of the bylaws of the corporation named in the title thereto and that such bylaws were duly adopted by the board of directors of said corporation on the date set forth below.

Dated 2/15/05


Rochelle Becker,

Executive Director