

CERTIFICATE OF INCORPORATION

OF

BLACK LIVES MATTER FOUNDATION, INC.

The undersigned does hereby make and acknowledge this Certificate of Incorporation for the purpose of forming a nonprofit nonstock corporation pursuant to Section 102 of the General Corporation Law of the State of Delaware.

Section 1. Name. The name of the Corporation is Black Lives Matter Foundation, Inc. (the "Corporation").

Section 2. Registered Office and Agent. The address of the Corporation's registered office in the State of Delaware is 1209 Orange Street, Corporation Trust Center, New Castle County, Wilmington, Delaware, 19801. The name of the Corporation's registered agent at such address is The Corporation Trust Company.

Section 3. Purposes. (a) The Corporation is a nonprofit nonstock corporation, and it is organized and shall be operated exclusively for charitable purposes within the meaning of section 501(c)(3) of the United States Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent tax laws (the "Code").

(b) In furtherance of its purposes, the Corporation shall educate the public and otherwise advocate on behalf of issues affecting Black communities.

(c) Notwithstanding any other provision of this Certificate of Incorporation to the contrary, the Corporation is organized to function exclusively as an organization described in section 501(c)(3) of the Code, contributions to which are deductible for U.S. federal income tax purposes.

Section 4. Stock and Membership. The Corporation shall not have authority to issue any capital stock. The conditions of membership in the Corporation, or other criteria for identifying members, if any, shall be as provided in the Bylaws.

Section 5. Board of Directors. Except as otherwise provided by law, or in any Bylaws of the Corporation, all the affairs of the Corporation shall be managed and all the powers of the Corporation shall be exercised by the Board of Directors. The number of directors and the manner of their election shall be as provided in the Bylaws and, unless otherwise provided therein, the election of directors need not be by ballot.

Section 6. Incorporator. The name and mailing address of the incorporator are as follows:

Name

Address

Patrisse Cullors

c/o IDEX
2120 University Avenue
Berkeley, California 94704

Section 7. Restrictions and Limitation. (a) The Corporation shall not have or exercise any power or authority either expressly, by interpretation or by operation of law, nor shall it directly or indirectly engage in any activity, that would prevent it from qualifying (and continuing to qualify) as an organization described in section 501(c)(3) of the Code, contributions to which are deductible for U.S. federal income tax purposes.

(b) The Corporation shall not be conducted or operated for profit, and no part of the net earnings or assets of the Corporation shall inure to the benefit of, or be distributable to, any of its incorporator, directors, officers or other private shareholders or individuals, 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 Section 3 hereof.

(c) No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation; nor shall it in any manner or to any extent participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

(d) Neither the whole, nor any part or portion, of the net earnings or assets of the Corporation shall be used, nor shall the Corporation ever be organized or operated, for purposes other than those stated in Section 3 hereof.

(e) Notwithstanding anything contained herein to the contrary, if the Corporation shall during any period be treated as a private foundation as defined in section 509(a) of the Code, the Corporation shall during any such period: (1) distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Code; (2) not engage in an act of self-dealing as defined in section 4941(d) of the Code; (3) not retain any excess business holdings as defined in section 4943(c) of the Code; (4) not make any investments in such manner as to subject it to tax under section 4944 of the Code; and (5) not make any taxable expenditures as defined in section 4945(d) of the Code.

Section 8. Indemnification; Limitation of Liability of Directors. (a) To the fullest extent permitted by the General Corporation Law of the State of Delaware, as the same now exists or may hereafter be amended, the Corporation may indemnify any and all persons

whom it shall have power to indemnify from and against any and all expenses, liabilities or other matters, all as more fully provided in the Bylaws.

(b) To the fullest extent permitted by the General Corporation Law of the State of Delaware, as the same now exists or may hereafter be amended, a director of the Corporation shall not be liable to the Corporation for monetary damages for breach of fiduciary duty as a director.

Section 9. Amendments. The Board of Directors has the right to amend, alter, change or repeal any provision contained in this Certificate or in the Bylaws of the Corporation in the manner now or hereafter provided by law, and all rights conferred herein on directors are subject to this reserved power; provided, that any amendment, alteration, change or repeal which reduces or limits the exculpation or indemnification of the persons referred to herein, or which adversely affects (from the point of view of the director) any limitation on the personal liability of a director, shall apply prospectively only and shall not be given retroactive effect.

Section 10. Liquidation. In the event of the termination, dissolution or winding up of the Corporation in any manner or for any reason whatsoever, its remaining net assets, if any, shall be distributed exclusively for one or more of the purposes stated in Section 3 hereof in such manner, or to one or more organizations then described in section 501(c)(3) of the Code, as the Board of Directors shall determine; and none of such property, assets or proceeds shall be distributed to, or divided among, any of the incorporator, directors or officers of the Corporation or any other private shareholders or individuals.

I, the undersigned incorporator hereinbefore named, for the purpose of forming a nonprofit nonstock corporation pursuant to the General Corporation Law of the State of Delaware, do hereby make, file and record this Certificate of Incorporation, hereby declaring and certifying that the facts stated herein are true, and accordingly have hereunto set my hand on this 16th day of October, 2017.

Patrisse Cullors

Patrisse Cullors
Incorporator

**STATE OF DELAWARE
CERTIFICATE FOR REVIVAL OF CHARTER**

The corporation organized under the laws of the State of Delaware, the charter of which was voided for failure to file a complete annual franchise tax report, now desires to procure a revival of its charter pursuant to Section 313 of the General Corporation Law of the State of Delaware, and hereby certifies as follows:

1. The name of the corporation is Black Lives Matter Foundation, Inc.
and, if different, the name under which the corporation was originally incorporated _____.
2. The Registered Office of the corporation in the State of Delaware is located at 1209 Orange Street, Corporation Trust Center (street),
in the City of Wilmington, County of New Castle
Zip Code 19801. The name of the Registered Agent at such address upon
whom process against this Corporation may be served is The Corporation Trust
Company.
3. The date of filing of the Corporation's original Certificate of Incorporation in
Delaware was October 16, 2017.
4. The corporation desiring to be revived and so reviving its certificate of
incorporation was organized under the laws of this State.
5. The corporation was duly organized and carried on the business authorized by its
charter until the 1 day of March A.D. 2019, at which time its
charter became inoperative and void for failure to file a complete annual franchise tax
report and the certificate for revival is filed by authority of the duly elected directors of
the corporation in accordance with the laws of the State of Delaware.

By: 
Authorized Officer

Name: Patrisse Cullors
Print or Type

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
BLACK LIVES MATTER FOUNDATION, INC.

Black Lives Matter Foundation, Inc., a Delaware nonstock corporation (the "Corporation"), does hereby certify that the following amendment to the Corporation's Certificate of Incorporation has been duly adopted in accordance with the provisions of Section 242 of the Delaware General Corporation Law, and the members are deemed to have approved the following amendment upon approval of such by the Corporation's board of directors, pursuant to Section 2.1 of the Corporation's bylaws:

Section 1 of the Certificate of Incorporation, relating to the corporate name, is amended to read in its entirety as follows:

Section 1. Name. The name of the Corporation is Black Lives Matter Global Network Foundation, Inc. (the "Corporation").

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be signed by its duly authorized officer as of the date set forth below, and the foregoing facts stated herein are true and correct.

Black Lives Matter Foundation, Inc.

By: _____

Name: Patrisse Cullors, Executive Director

Date: August 3, 2019

State of Delaware

Annual Franchise Tax Report

CORPORATION NAME
BLACK LIVES MATTER FOUNDATION, INC. TAX YR.
2017

FILE NUMBER 6518139	INCORPORATION DATE 2017/10/16	RENEWAL/REVOCACTION DATE	
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PRINCIPAL PLACE OF BUSINESS
 1330 BROADWAY STE 301
 OAKLAND, CA 94612 PHONE NUMBER
(415) 824-8384

REGISTERED AGENT
 THE CORPORATION TRUST COMPANY
 CORPORATION TRUST CENTER
 1209 ORANGE ST
 WILMINGTON DE 19801 AGENT NUMBER
9000010

AUTHORIZED STOCK BEGIN DATE	END DATE	DESIGNATION/ STOCK CLASS	NO. OF SHARES	PAR VALUE/ SHARE

OFFICER KAILEE SCALES	NAME	STREET/CITY/STATE/ZIP 1330 BROADWAY STE 301 OAKLAND, CA 94612	TITLE MANAGING DIRECTOR
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DIRECTORS PATRISSE CULLORS	NAME	STREET/CITY/STATE/ZIP 1330 BROADWAY STE 301 OAKLAND, CA 94612	
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NOTICE: Pursuant to 8 Del. C. 502(b), If any officer or director of a corporation required to make an annual franchise tax report to the Secretary of State shall knowingly make any false statement in the report, such officer or director shall be guilty of perjury.

AUTHORIZED BY (OFFICER, DIRECTOR OR INCORPORATOR)
 KAILEE SCALES DATE
2019/07/16
 1330 BROADWAY STE 301 TITLE
MANAGING
DIRECTOR
 OAKLAND, CA 94612 US

State of Delaware

Annual Franchise Tax Report

<small>CORPORATION NAME</small>			<small>TAX YR.</small>
BLACK LIVES MATTER FOUNDATION, INC.			2018
<small>FILE NUMBER</small>	<small>INCORPORATION DATE</small>	<small>RENEWAL/REUOCATION DATE</small>	
6518139	2017/10/16		
<small>PRINCIPAL PLACE OF BUSINESS</small>			<small>PHONE NUMBER</small>
1330 BROADWAY STE 301 OAKLAND, CA 94612			(415) 824-8384
<small>REGISTERED AGENT</small>			<small>AGENT NUMBER</small>
THE CORPORATION TRUST COMPANY CORPORATION TRUST CENTER 1209 ORANGE ST WILMINGTON DE 19801			9000010
<small>AUTHORIZED STOCK</small>		<small>DESIGNATION/</small>	<small>NO. OF SHARES</small>
<small>BEGIN DATE</small>	<small>END DATE</small>	<small>STOCK CLASS</small>	<small>PAR VALUE/ SHARE</small>
<small>OFFICER</small>	<small>NAME</small>	<small>STREET/CITY/STATE/ZIP</small>	<small>TITLE</small>
KAILEE	SCALES	1330 BROADWAY STE 301 OAKLAND, CA 94612	MANAGING DIRECTOR
<small>DIRECTORS</small>	<small>NAME</small>	<small>STREET/CITY/STATE/ZIP</small>	
PATRISSE	CULLORS	1330 BROADWAY STE 301 OAKLAND, CA 94612	

NOTICE: Pursuant to 8 Del. C. 502(b), If any officer or director of a corporation required to make an annual franchise tax report to the Secretary of State shall knowingly make any false statement in the report, such officer or director shall be guilty of perjury.

<small>AUTHORIZED BY (OFFICER, DIRECTOR OR INCORPORATOR)</small>	<small>DATE</small>	<small>TITLE</small>
KAILEE SCALES 1330 BROADWAY STE 301 OAKLAND, CA 94612 US	2019/07/16	MANAGING DIRECTOR

State of Delaware

Annual Franchise Tax Report

CORPORATION NAME			TAX YR.
BLACK LIVES MATTER GLOBAL NETWORK FOUNDATION, INC.			2019

FILE NUMBER 6518139	INCORPORATION DATE 2017/10/16	RENEWAL/REVOICATION DATE	
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PRINCIPAL PLACE OF BUSINESS 3655 SOUTH GRAND AVE SUITE 240 LOS ANGELES 90003	PHONE NUMBER 608-827-5300
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REGISTERED AGENT THE CORPORATION TRUST COMPANY CORPORATION TRUST CENTER 1209 ORANGE ST WILMINGTON DE 19801	AGENT NUMBER 9000010
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AUTHORIZED STOCK BEGIN DATE	END DATE	DESIGNATION/ STOCK CLASS	NO. OF SHARES	PAR VALUE/ SHARE

OFFICER KAILEE SCALES	NAME	STREET/CITY/STATE/ZIP 3655 SOUTH GRAND AVE SUITE 240 LOS ANGELES, CA 90003	TITLE SECRETARY
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DIRECTORS PATRISSE CULLORS	NAME	STREET/CITY/STATE/ZIP 3655 SOUTH GRAND AVE SUITE 240 LOS ANGELES, CA 90003	
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NOTICE: Pursuant to 8 Del. C. 502(b), If any officer or director of a corporation required to make an annual franchise tax report to the Secretary of State shall knowingly make any false statement in the report, such officer or director shall be guilty of perjury.

AUTHORIZED BY (OFFICER, DIRECTOR OR INCORPORATOR) KAILEE SCALES 3655 SOUTH GRAND AVE SUITE 240 LOS ANGELES 90003 US	DATE 2020/03/01	TITLE SECRETARY
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State of Delaware

Annual Franchise Tax Report

CORPORATION NAME			TAX YR.
BLACK LIVES MATTER GLOBAL NETWORK FOUNDATION, INC.			2020

FILE NUMBER	INCORPORATION DATE	RENEWAL/REVOCACTION DATE	
6518139	2017/10/16		

PRINCIPAL PLACE OF BUSINESS	PHONE NUMBER
248 3RD STREET NUMBER 305 OAKLAND, CA 94607	(510) 919-5344

REGISTERED AGENT	AGENT NUMBER
THE CORPORATION TRUST COMPANY CORPORATION TRUST CENTER 1209 ORANGE ST WILMINGTON DE 19801	9000010

BEGIN DATE	AUTHORIZED STOCK END DATE	DESIGNATION/ STOCK CLASS	NO. OF SHARES	PAR VALUE/ SHARE

OFFICER	NAME	STREET/CITY/STATE/ZIP	TITLE
	PATRISSE CULLORS	248 3RD STREET NUMBER 305 OAKLAND, CA 94607	EXECUTIVE DIRECTOR

DIRECTORS	NAME	STREET/CITY/STATE/ZIP
	PATRISSE CULLORS	248 3RD STREET NUMBER 305 OAKLAND, CA 94607

NOTICE: Pursuant to 8 Del. C. 502(b), If any officer or director of a corporation required to make an annual franchise tax report to the Secretary of State shall knowingly make any false statement in the report, such officer or director shall be guilty of perjury.

AUTHORIZED BY (OFFICER, DIRECTOR OR INCORPORATOR) PATRISSE CULLORS 248 3RD STREET NUMBER 305 OAKLAND, CA 94607 US	DATE 2021/05/28	TITLE EXECUTIVE DIRECTOR
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