

**Articles of Incorporation
of
Distributed Energy Consumer Advocates
A California Public Benefit Corporation**

Article I

The name of the corporation is **Distributed Energy Consumer Advocates**.

Article II

A. 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 public purposes.

B. The specific purpose of this corporation is to:

Provide information, goods and services intended to facilitate the utilization of environmentally responsible distributed power generation predominantly by residential and small commercial consumers, conduct research directly related to that customer class and advocate, consistent with the restrictions placed on 501(c)(3) entities, on behalf of that customer class in a range of policy forums.

Distributed Energy Consumer Advocates is committed to reducing costs and barriers for a broad spectrum of environmentally responsible energy infrastructure investments for residential customers and to developing and preserving those customers' opportunities and rights to make such investments over time.

Distributed Energy Consumer Advocates serves energy consumers who seek to directly control their energy consumption with investments in clean distributed energy infrastructure by undertaking in four related functions: (1) providing information directly to consumers; (2) serving as a conduit to providing such customers with distributed power generation products and services at preferential prices; (3) research and consulting projects that will ultimately benefit such consumers; and (4) policy advocacy work in the interest of such customers.

Article III

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

Name: Aram Shumavon
Address: 135 Nova Albion Way #15
City: San Rafael
State: CALIFORNIA

Zip Code: 94903

Article IV

- A. This corporation is organized and operated exclusively for **educational and charitable** purposes within the meaning of Internal Revenue Code section 501(c)(3).
- B. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.
- C. 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.

Article V

The property of this corporation is irrevocably dedicated to **educational and 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 **educational and charitable** purposes and which has established its tax exempt status under Internal Revenue Code section 501(c)(3).

Aram Shumavon, Incorporator