

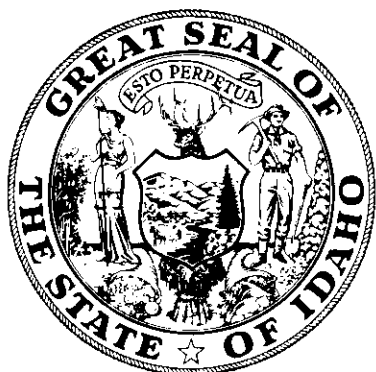
CERTIFICATE OF AUTHORITY
OF

CENTER FOR EMPLOYMENT TRAINING - (DBA) C E T CORP.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of CENTER FOR EMPLOYMENT TRAINING - (DBA)
C E T CORP. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to CENTER FOR EMPLOYMENT TRAINING - (DBA) C E T CORP.
to transact business in this State under the name CENTER FOR EMPLOYMENT TRAINING
(DBA) C E T CORP. and attach hereto a duplicate original of the Application for such Certificate.

Dated September 29, 19 80.



SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho.

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is CENTER FOR EMPLOYMENT TRAINING

**SECRETARY OF
STATE**

2. *The name which it shall use in Idaho is CENTER FOR EMPLOYMENT TRAINING

CET CORP.

3. It is incorporated under the laws of CALIFORNIA

4. The date of its incorporation is June 2, 1967 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 425 South Market Street, San Jose, California

6. The address of its proposed registered office in Idaho is Not determined as of date of this application. Will notify as soon as possible.

278 NAMPA-CALDWELL BLVD
NAMPA, IDAHO

and the name of its proposed registered agent in Idaho at that address is JOHN REYNA

7. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: to provide skill training and job placement.

8. The names and respective addresses of its directors and officers are: (See attached)

Name	Office	Address
_____	_____	_____
_____	_____	_____
_____	_____	_____

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is: No shares authorized, corporation is a non-profit, non-stock corporation.

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
_____	_____	_____
_____	_____	_____
_____	_____	_____

(continued on reverse)

10. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are Without Par Value
_____	_____	_____
_____	_____	_____
_____	_____	_____

11. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

12. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated June 2, 19 80.

By Russell Tershey
Russell Tershey

Its _____ President
and Nelevyn Elmidge Nelevyn Elmidge
Its _____ Secretary

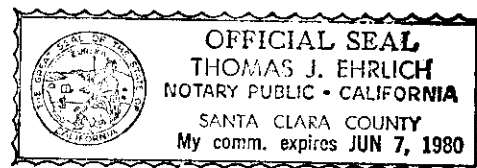
STATE OF CALIFORNIA)
COUNTY OF SANTA CLARA) ss:

I, Thomas J. Ehrlich, a notary public, do hereby certify that on this 2nd day of June, 19 80, personally appeared before me Russell Tershey, who being by me first duly sworn, declared that he is the President of Center for Employment Training

that he signed the foregoing document as President of the corporation and that the statements therein contained are true.

Thomas J. Ehrlich
Notary Public

*Pursuant to section 30-1-108(b)(1), Idaho Code, if the corporation assumes a name other than its true name, this application must be accompanied by a resolution of the Board of Directors to that effect.





RECEIVED CENTER FOR EMPLOYMENT TRAINING

426 South Market Street San Jose, California 95113 • (408) 287-7924
80 SEP 29 AM 10:56

CHAIRPERSON

Anthony Soto (81)
955 Fleming Avenue
San Jose, CA 95127
926-2681 (home)
277-2235 (work)

VICE-CHAIRPERSON

Mario Rico (80)
3265 Simberlan Drive
San Jose, CA 95122
238-7203 (home)
742-1401 (work)

TREASURER

Ramona Sarinana (81)
1724 Karmerer Avenue
San Jose, CA 95116
258-7740 (home)
258-0871, 2513 (work)

SECRETARY

Nelevyn Elmidge (80)
3328 Mt. Everest Drive
San Jose, CA 95127
279-6144 (work)
923-6094 (home)

David Dominguez (80)
3080 Lynde
Oakland, CA 94601
(415) 261-2150 (home)
534-8320 (work)

Mr. Lang Dao (82)
1955 South King Road
San Jose, CA 95122
984-8614 (w)
251-3928 (h)

Tito A. Cortez (81)
2627 Bonbon Drive
San Jose, CA 95122
274-6074 (home)
287-7111 (work)

Rosa Clarin (81)
32 Lone Pine Ave.
Freedom, CA 95019
724-9075 (home)
724-3801 (work)

8111-B Swanston Ln
Gilroy, CA 95020

SECRETARY OF STATE

Sheree Chesser (80)
1226 S. Wolfe Rd #10
Sunnyvale, CA 94086
738-0886 (home)
737-7300 (work)

Ruth Ocasio Murch (81)
1080 Beaumont Drive
San Jose, CA 95129
257-2986 (home)
287-5230 (work)

Carlos F. Garrido (81)
3475 Bathgate Lane
San Jose, CA 95121
274-2414 (home)
691-6083 (work)

Bea Woodard (80)
711 Franklin Court
San Jose, CA 95127
926-0889 (home)
742-8350 (work)

Benny Loesin (80)
1340 E. San Martin Avenue
San Martin, CA 95040
683-4219 (home)
842-4017 (work)

Chris Zarate (81)
283 Mountain View
Santa Maria, CA 93454
(805) 922-6966 (work)
(805) 937-7497 (home)

Joe Guel (80)
2697 Agua Vista Drive
San Jose, CA 95132
251-2592 (home)
327-2630 (work)

Irving Tupe (80)
1159 Autumn Song Way
San Jose, CA 95131
987-1191 (work)
926-6149 (home)

APRIL 1, 1980

Phillip C. Zubiata, Jr. (81)
810 Bryce Canyon
Oxnard, CA 93030
(805) 486-9797 (home)
(805) 982-3157 (work)

Elsia Padro (82)
1615 Hallbrook
San Jose, CA 95124
269-6544 (home)
745-4868 (work) 745-5000

Jesus Maravilla (82)
341 Checkers Drive #202
San Jose, CA 95133
251-4399 (home)

Sally O. Austin (82)
1882 Lavonne Avenue
San Jose, CA 95116
258-6252 (home)

Ms. Noemi Paz (82)
561 South Fifth Street #3
San Jose, CA 95112
295-1203 (home) 292-9969 - W

Antonio R. Arredondo (82)
P. O. Box 155
Hollister, CA 95023
637-7169 (home)
288-6600 (work)

Mr. Andy Lucero (82)
3034 Fairfax Ave.
San Jose, CA 95148
293-9355 (work)
274-3469 (home)

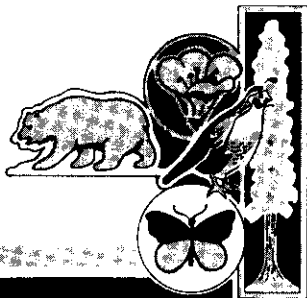
Ms. Connie McIntosh (82)
195 Rincon Ave. #1
Campbell, CA 95008
866-6476 (home)

(80)

1998 Alum Rock Ave.
San Jose, CA 95116

333 Ravendale Dr.
Mt. View, CA 94043

24 Menker
Watsonville, CA 95070



State of California

OFFICE OF THE SECRETARY OF STATE

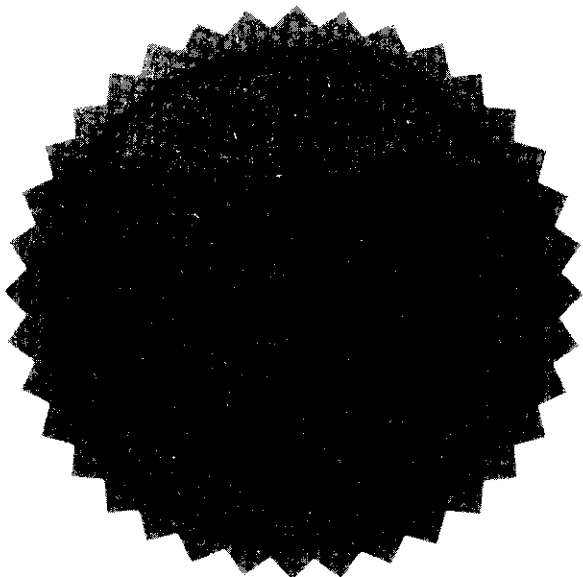
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SECRETARY OF
STATE

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this

MAR 14 1980



March Fong Eu

Secretary of State

527668

FILED

MAY 2 1967

RECEIVED, MAY 2 1967

ARTICLE OF INCORPORATION

OF

OPPORTUNITIES INDUSTRIALIZATION CENTER

OF SANTA CLARA COUNTY

I

Name: The name of this corporation is:

OPPORTUNITIES INDUSTRIALIZATION CENTER OF
SANTA CLARA COUNTY

II

Specific and Primary Purpose: The specific and primary purpose for which the corporation is formed, and the business and objects to be carried on and promoted by it, are as follows:

(a) To provide on a non-profit basis facilities and service to promote training, development and utilization of technical work skills to meet the needs of people in the community, regardless of race, creed, color, national origin or sex, who are not fully utilizing such potential skills.

(b) To plan, develop, construct, operate, maintain and improve training facilities and services for such persons.

Restriction of right
to amend articles

(c) To acquire by gift or purchase hold, sell, convey, assign, mortgage or otherwise hypothecate, or lease, any property, real or personal, necessary or incident to the provision of training facilities and services for such persons.

(d) To borrow money and to issue evidences of indebtedness in furtherance of any or all of the objects of its business, and to secure loans by mortgage, pledge, deed of trust, or other lien.

(e) To apply for, obtain and contract with any Federal or State agency for a direct loan or loans or other financial aid for the purposes set forth herein.

(f) To receive donations, grants, fellowships, contributions of equipment, loans, and to use the same for the purposes enumerated in this Article II.

(g) To engage in any form of activity, and to enter into, perform and carry out agreements of any kind, necessary or in connection with, or incidental to, the accomplishments of any one or more of the purposes enumerated in Article II.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and the purposes and powers stated in each clause, except where otherwise expressed shall be in nowise limited or restricted by reference to, or inference from, the terms or provisions of any other clause, but shall be regarded as independent purposes and powers.

General Purposes: The general purposes and powers are to do and perform any and every act or thing which can be done or performed by a corporation organized pursuant to the General Nonprofit Corporation Law of California and which is not in violation of, or prohibited by law.

III

Nature of Corporation: The corporation is organized exclusively for charitable and educational purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954.

No part of the activities of said Corporation shall be carrying on propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the pub-

lishing or distributing of statements), any political campaign on behalf of any candidate for public office. This corporation is one which does not contemplate pecuniary gain or profit to the members thereof and it is organized solely for nonprofit purposes. Upon the winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a nonprofit fund, foundation or corporation, which is organized and operated exclusively for charitable, educational, religious and/or scientific purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

If this corporation holds any assets on trust, such assets shall be disposed of in such manner as may be directed by decree of the superior court of the county in which this corporation's principal office is located, upon petition therefor by the Attorney General or by any person concerned in the liquidation.

IV

Organization: This corporation is organized pursuant to Part 1 of Division 2 of Title 1 of the Corporation Code of the State of California.

V

Location of Principal Office: The County in this State where the principal office for the transaction of the business of the corporation is located is Santa Clara County.

VI

First Directors: The names and addresses of the persons who are to act in the capacity of directors until the selection of the successors are:

<u>Name</u>	<u>Address</u>
Rev. Kenneth Bell	3660 Lindenwood Dr., San Jose, Calif.
Rev. Perry Carlson	1570 Alta Glen Dr., San Jose, Calif.
Don de la Pena	936 Orchid Way, San Jose, Calif.
Mary Ann Stone	732 Bellerose St., San Jose, Calif.
Rev. Joseph Sullivan	2785 Agnew Road, Santa Clara, Calif.
Marie Johnson	14117 Buckner Dr., San Jose, Calif.
Alexander Reyes	4070 Ross Avenue, San Jose, Calif.
Rev. Anthony Soto	234 South Jackson Ave., San Jose, Calif.
Sherman Harris	1824 Kammerer, San Jose, California
Delores Garcia	171 Sunset Ave., San Jose, Calif.
Jose Martinez	2054 Evelyn Avenue, San Jose, Calif.
Herbert Marchick	14545 Eastview, Los Gatos, Calif.
Marcel Poche	1153 Arnott Way, Cupertino, Calif.

<u>Name</u>	<u>Address</u>
Max Ruiz	4737 Alex Drive, San Jose, Calif
Raymond White	3033 Spring Garden Drive, San Jose, Calif
Richard Benjamin	1648 Havana Drive, San Jose, Calif.
Joyce F. Romandia	465 Asbury St. #2, San Jose, Calif.
Rosée M. Simpson	688 No. 17th St., San Jose, Calif.
Lauretta Brown	1050 So. 12th St. #1-A, San Jose, Calif.
Charlene Watkins	155 Kelton Avenue, San Carlos, Calif.
Mark Drummond	1877 Pandora Drive, San Jose, Calif.
Irma Benjamin	1648 Havana Drive, San Jose, Calif.
Juanita Rodriquez	2237 Kammerer, San Jose, Calif.
Romona Sarinana	1724 Kammerer, San Jose, Calif.
Father Gabriel McCarthy	234 South Jackson Avenue, San Jose, Calif.

VII

Amendment to Articles: These Articles of Incorporation, except Article III, may be amended by a vote of two-thirds of the directors of the corporation together with a majority vote of the members of the corporation at any annual meeting, or at a special meeting called for that purpose with due written notice to the directors and members.

IN WITNESS WHEREOF, for the purpose of forming this corporation as a private nonprofit corporation for purposes herein set forth, under and pursuant to the provisions of the General Non-profit Corporation Law of the State of California, we, the undersigned, constituting the incorporators of this corporation, including the persons named herein as its first directors, have executed these Articles of Incorporation this 18th day of May, 1967.

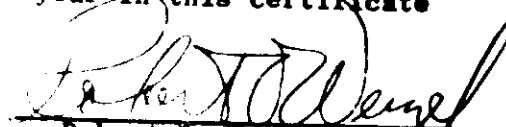
Mary Ann Stone
Bar Joseph H. Salazar
Michael E. Johnson
Alondra J. de la Riva
R. Kenneth Bell
Alexander Reyes
Paul Anthony Lata
Nataniel Garcia
Shirley D. Davis
Paul H. Carlson
Robert H. Maguire
Raymond White
Jane E. Martinez

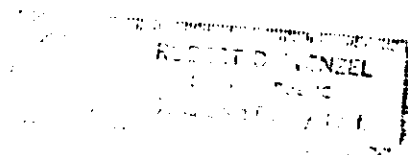
Maui Ruiz
Monte J. Teller
Richard L. Benjamin
Lorna Benjamin
Juanita Rodriguez
Patricia Sanchez
Michael McCarthy REA
Joyce L. Remondin
James H. Jones
Fauretta Brown
Cynthia Watkins
Marshall E. Thompson

STATE OF CALIFORNIA)
) ss.
County of Santa Clara)

On this 18th day of May, 1967, before me, Robert D. Wenzel, a Notary Public, in and for the County of Santa Clara, State of California, residing therein, duly commissioned and sworn, personally appeared REV. KENNETH BELL, REV. PERRY CARLSON, DON de la PENA, MARY ANN STONE, REV. JOSEPH SULLIVAN, MARIE JOHNSON, ALEXANDER REYES, REV. ANTHONY SOTO, SHERMAN HARRIS, DELORES GARCIA, JOSE MARTINEZ, HERBERT MARCHIEK, MARCEL POCHÉ, MAX RUIZ, RAYMOND WHITE, RICHARD BENJAMIN, JOYCE F. ROMANDIA, ROSIE M. SIMPSON, LAURETTA BROWN, CHARLENE WATKINS, MARK DRUMMOND, IRMA BENJAMIN, JUANITA RODRIQUEZ, ROMONA SARINANA, and FATHER GABRIEL MCCARTHY, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County of Santa Clara, State of California, the day and year in this certificate first above written.


Robert D. Wenzel-Notary
Public in and for said
County and State.



A93834

527668

FILED X

In the office of the Secretary of State
of the State of CaliforniaCERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION
OF THEMADE 18 1970
FRANK M. JORDAN, Secretary of StateBy Bill Jordan
OPPORTUNITIES INDUSTRIALIZATION CENTER OF SANTA CLARA COUNTY

The undersigned, Anthony Soto and Adalberto Flores, certify that they are now and at all times herein mentioned have been respectfully, President and Secretary of the Opportunities Industrialization Center of Santa Clara County, a California corporation. The undersigned further certify:

1. At a regular meeting of the Board of Directors of the corporation duly held at its principal place of business located at 57 North Sunset Avenue in San Jose, California, at 8:00 o'clock p.m. on January 19, 1970, the following resolution was adopted:

RESOLVED, that the following sentence be added to the end of Article III of the articles of Incorporation of this corporation:

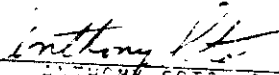
The property of this non-profit corporation is irrevocably dedicated to charitable purposes.

2. The amendment set forth in the foregoing directors' resolution was adopted by the written consent of the members and the wording of the added provision as set forth in the written consent of members is the same as set forth in the directors' resolution in Paragraph 1 above.

The total number of Board Members constituting a quorum is 16; the resolution was adopted by the consent of 20 Board Members.

The total number of members in the corporation entitled to consent to the adoption of the foregoing amendment is 260 members; the amendment was adopted by the consent of 136 members.

Each of the undersigned declares under penalty of perjury that the foregoing certificate of amendment is true and correct and that it was executed on the 2 day of March 1970 at San Jose, California.



ANTHONY SOTO, President of
Opportunities Industrialization Center of
Santa Clara County



ADALBERTO FLORES, Secretary of
Opportunities Industrialization Center of
Santa Clara County

AMENDED TO: OPPORTUNITIES INDUSTRIALIZATION CENTER - CENTRO DE ENTRENAMIENTO PARA
TRABAJO OF THE CENTRAL COAST COUNTIES

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION

FILED
A128741
DEC 20 1972
JAMES A. BROWN Jr., Secretary of State
Deputy

REV. ANTHONY SOTO and FRANKLIN WEST certify:

1. That they are the President and Secretary,
respectively, of OPPORTUNITIES INDUSTRIALIZATION CENTER
OF SANTA CLARA COUNTY, a California non-profit corporation.

2. That at a special meeting of the board of Direc-
tors of said corporation, held in San Jose, California on
June 15, 1972, the following resolution was adopted:

RESOLVED, that Article I of the Articles of
Incorporation of this corporation be amended
to read as follows:

"Name: The name of this corporation is:
OPPORTUNITIES INDUSTRIALIZATION CENTER -
CENTRO de ENTRENAMIENTO PARA TRABAJO OF
THE CENTRAL COAST COUNTIES."

3. That the members of said corporation have equal
voting power. That members entitled to cast ten (10) votes
have consented by voting at the above referenced meeting for
the adoption of said amendment, and that the wording of the
amended article as voted for is the same as that set forth
in the directors' resolution in Paragraph 2 above.

4. That the total number of votes entitled to be
voted for or to consent to said amendment is twenty-five (25).
Fifteen (15) members constitute a quorum.

2
Rev. Anthony Soto
REV. ANTHONY SOTO

Franklin West
FRANKLIN WEST

We declare under penalty of perjury that the foregoing is true and correct. Executed this 15th day of June, 1972, at San Jose, California.


REV. ANTHONY SOTO


FRANKLIN WEST

NA CHED TO: CENTER FOR EMPLOYMENT TRAINING OF THE CENTRAL COAST COUNTIES

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION

527668
FILED
AUG 19 1976
Secretary of State
Daguerre

ANTHONY SOTO and MAX MARTINEZ certify:

1. That they are the President and Secretary, respectively, of OPPORTUNITIES INDUSTRIALIZATION CENTER - CENTRO DE ENTRENAMIENTO PARA TRABAJO OF THE CENTRAL COAST COUNTIES, a California corporation.

2. That at a meeting of the Board of Directors of said corporation, duly held at Gilroy, California, on 35 March 1976, the following Resolution was adopted:

RESOLVED: That Article I of the Articles of Incorporation of this corporation be amended to read as follows:

"NAME: The name of this corporation is: CENTER FOR EMPLOYMENT TRAINING OF THE CENTRAL COAST COUNTIES."

3. That at a meeting of the members of said corporation, duly held at San Jose, California, on 6 August 1976, a Resolution was adopted, and the wording of the amended Article as set forth in the members' Resolution is the same as that set forth in the Directors' Resolution in Paragraph 2 of this Certificate.

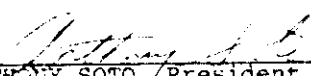
4. That the number of members who voted affirmatively for the adoption of said Resolution is 402, and that the number of members constituting a quorum is 30.

Anthony Soto
ANTHONY SOTO, President


Max Martinez
MAX MARTINEZ, Secretary

- 2 -

Each of the undersigned declares under penalty of perjury
that the matters set forth in the foregoing Certificate are true
and correct. Executed at San Jose, California, on 14 August 1976.



ANTHONY SOTO, President



MAX MARTINEZ, Secretary

NAME CHG. TO: CENTER FOR EMPLOYMENT TRAINING

527668

A203569

FILED

In the office of the Secretary of State
of the State of California

OCT 16 1979

Walter FONG EU, Secretary of State

Deputy

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION

ANTHONY SOTO and Nelevyn Elmdige

certify:

1. That they are the President and Secretary, respectively, of CENTER FOR EMPLOYMENT TRAINING OF THE CENTRAL COAST COUNTIES, a California non-profit non-stock corporation.

2. That at a meeting of the Board of Directors of said corporation, duly held at San Jose, California on June 29, 1979, the following resolution was adopted:

"RESOLVED: That Article I of the Articles of Incorporation of this corporation be amended to read as follows

NAME: The name of this corporation is CENTER FOR EMPLOYMENT TRAINING."

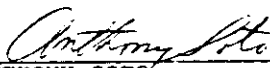
3. That at meeting of the Members of said corporation, duly held at San Jose, California on August 10, 1979, a resolution was adopted, and the wording of the amended article as set forth in the Members' resolution is the same as that set forth in the Directors' resolution in paragraph 2 of this Certificate.

4. That the number of Members who voted affirmatively for the adoption of said resolution is 1173, and that the number of Members constituting a quorum is 30.

Anthony Soto
ANTHONY SOTO,
President

Nelevyn Elmdige
Secretary

Each of the undersigned declares under penalty of perjury that the matters set forth in the foregoing Certificate are true and correct. Executed at San Jose, California, on October 9, 1979, 1979.



ANTHONY SOTO
President



Secretary

MINUTES

The Chairman advised the Board that the corporation was required to obtain authority from the State of Idaho in order for it to carry on activities there. The application for a Certificate of Authority from the Secretary of State had been filed, but was rejected by the State of Idaho because another corporation, with a name similar to CET's name, is already carrying on activities there. The name of that corporation is Center for Employment and Training of Idaho, Inc. The Chairman explained that CET could obtain the Certificate of Authority by either obtaining a letter of consent from the Center for Employment and Training of Idaho, Inc. or by adopting an assumed corporate name, sometimes known as a "dba," for use in Idaho. The Chairman further explained that it was his recommendation that the corporation adopt an assumed corporate name. The recommendation was made that CET adopt the assumed corporate name of CET for use in its activities in Idaho.

On motion duly made, seconded and unanimously carried, the following resolution was adopted:

RESOLVED that CET is designated as the assumed corporate name, or "dba," of this corporation for purposes of carrying on business in the State of Idaho.

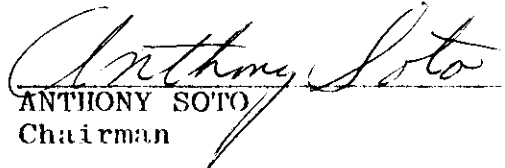
CERTIFICATE OF PRESIDENT AND SECRETARY
AS TO BOARD RESOLUTION
ADOPTING ASSUMED CORPORATE NAME

ANTHONY SOTO and NELEVYN ELMIDGE certify:

1. That they are the Chairman and Secretary, respectively, of CENTER FOR EMPLOYMENT TRAINING, a California non-profit non-stock corporation.

2. That at a meeting of the Board of Directors of said corporation, duly held at San Jose, California on July 24, 1980, the following resolution was adopted:

"RESOLVED that CET is designated as the assumed corporate name, or "dba," of this corporation for purposes of carrying on business in the State of Idaho."


ANTHONY SOTO
Chairman


NELEVYN ELMIDGE
Secretary