RESTATED ARTICLES OF INCORPORATION
FOR
UNIVERSITY ENTERPRISES, INC.
A NON-PROFIT CORPORATION

The undersigned certify that:

1. They are the Chairman of the Board and the Secretary, respectively, of University Enterprises, Inc., a California corporation.

2. The Articles of Incorporation of this corporation are amended and restated to read as follows:

FIRST

The name of this corporation is University Enterprises, Inc.

SECOND

This corporation elects to be governed by all of the provisions of the Non-Profit Public Benefit Corporation Law.

THIRD

A. This corporation is a non-profit public benefit corporation and is not organized for the private gain of any person. It is organized under the non-profit public benefit corporation law for charitable purposes.

B. The specific purposes for which the corporation is formed are:

(1) To assist in and promote the development, maintenance and operation of California State University Sacramento; to further the educational objectives of said University; and to provide necessary and desirable equipment and facilities for the students and the faculty thereof.

(2) To establish and operate on or near the campus of said University cafeteria or cafeterias, bookstore or bookstores, and such other facilities as would aid, assist or supplement the educational or extracurricular activities of the personnel of said University.
(3) To acquire and dispose of such properties, and to perform such acts, as shall be necessary and proper in carrying out the purposes aforesaid; and to borrow and to lend money when, through doing so, the requirements of the foregoing purposes can be promoted or enhanced; and to do such other acts, as may be permissible of corporations under the laws of the State of California, which shall foster, facilitate or assist in the performance of the foregoing.

C. The statement of purposes set forth in this paragraph shall be construed as a statement of both purposes and powers, and the purposes and powers stating each clause shall, except where otherwise expressed, be in no ways limited or restricted by reference to or interference from the terms or provisions of any other clause, but shall be regarded as independent purposes.

FOURTH

A. This corporation is organized and operated exclusively for charitable purposes within the meaning of Internal Revenue Code section 501(c)(3).

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.

FIFTH

The property owned by 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 the benefit of any private person.

SIXTH

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 (i) organized and operated exclusively for charitable purposes, (ii) has established its tax exempt status under section 501(c)(3) of the Internal Revenue Code, and (iii) approved by the President of the Sacramento Campus and by the Chancellor of the California State University.

3. The foregoing amendment and restatement of Articles of Incorporation has been duly approved by the Board of Directors of the corporation.
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: September 21, 2012

Alexander Gonzalez, Chairman of the Board

Crystal Ekanayake, Secretary