ARTICLES OF INCORPORATION
OF
THE HISPANIC NATIONAL BAR ASSOCIATION

TO: The Recorder of Deeds,
    D.C. Washington, D.C.

We, the undersigned natural persons of the age of
twenty-one years or more, acting as incorporators of a
corporation adopt the following Articles of Incorporation
for such corporation pursuant to the District of
Columbia Non-profit Corporation act:

FIRST: The name of the corporation is THE HISPANIC NATIONAL
BAR ASSOCIATION

SECOND: The period of duration is perpetual.

THIRD: This corporation is organized for purposes as may
qualify it as exempt from Federal income tax under Section
501(c)(6) of the Internal Revenue Code of 1954 (or
the corresponding provision of any future United States
Internal Revenue
Law)

The purpose of this Association shall be to serve the public
interest by cultivating the science of jurisprudence, promoting
reform in the law, facilitating the administration of justice,
fostering respect of the law, advancing the standing of the
legal profession, preserving high standards of integrity,
honor, and professional courtesy among Hispanic lawyers,
establishing a close relationship among Hispanic lawyers, and
cooperating with other Hispanic Bar associations and other
legal organizations across the United States in furtherance of
the aforementioned purposes. More specifically, such purposes
include but are not limited to:

Have and exercise all powers necessary or convenient to effect
any or all of the purposes for which the corporation
is organized.

FOURTH: The Corporation is to have members as provided in the
By-Laws:

FIFTH: The Board of Directors shall be selected by the members
as provided for in the By-Laws.

SIXTH: No part of the net earnings of the corporation shall
insure to the benefit of or be distributable to its members,
directors, officers, or other private persons, 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 Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or to otherwise attempt to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding, any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt form Federal income tax under Section 501(c) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

If and so long as the Corporation is a private foundation as defined in Section 509(a) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws:

(1) The Corporation shall 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 Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws:

(2) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

(3) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

(4) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

(5) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

SEVENTH: The remaining assets of the corporation, in the event of dissolution or final liquidation, shall be applied and distributed as follows: All liabilities and obligations of the corporation shall be paid, satisfied, and discharged, or provision shall be made therefore; any assets held on the condition they be returned, transferred or conveyed upon dissolution shall be disposed of in accordance with such requirements; all remaining assets of every nature and description whatsoever, shall be distributed to one or more corporations, funds or foundations, qualified for exemption from tax as an exclusively charitable or educational corporation fund or foundation under the Internal Revenue Code of 1954, as amended, or its successor provisions.
EIGHTH: The address, including street and number of its initial registered office is 1101 14th St., N.W. Suite 610 Washington, D.C. 20005, and the name of its initial registered agent at such address is Mari Carmen Aponte.

NINTH: The number of directors constituting the initial board of directors is thirteen and the names and addresses, including street and number of the persons who are to serve as the initial directors until the first annual meeting or until their successors be elected and qualified are:

<table>
<thead>
<tr>
<th>NAME</th>
<th>ADDRESS</th>
</tr>
</thead>
<tbody>
<tr>
<td>Mari Carmen Aponte</td>
<td>1101 14th St., N.W. 20005</td>
</tr>
<tr>
<td>Jaime Ramon</td>
<td>2610 Tunlaw Rd., N.W. 4204, Washington, D.C. 20005</td>
</tr>
<tr>
<td>Michael N. Martinez</td>
<td>2590 Elizabeth St., 04 Salk Lake City, Utah 84106</td>
</tr>
</tbody>
</table>

(Ten) The name and address of each incorporator is:

<table>
<thead>
<tr>
<th>NAME</th>
<th>ADDRESS</th>
</tr>
</thead>
<tbody>
<tr>
<td>Mari Carmen Aponte</td>
<td>1101 14th St., N.W. 20005</td>
</tr>
<tr>
<td>Jaime Ramon</td>
<td>2610 Tunlaw Rd., N.W. 4204, Washington, D.C. 20005</td>
</tr>
<tr>
<td>Michael N. Martinez</td>
<td>2590 Elizabeth St., 04 Salk Lake City, Utah 84106</td>
</tr>
</tbody>
</table>

Date May 7th 1984

I, Deborah K. Evans, a Notary Public, hereby certify that on the 7th day of May 1984, personally appeared before me Mary Carmen Aponte, Jaime Ramon, and Michael N. Martinez, who signed the foregoing document as incorporators and that the statements therein contained are true.

My Commission Expires August 16, 1987

Attestation: __________
Mari Carmen Aponte
1101 14th Street, N.W.
Suite 610
Washington, D.C. 20005

Gil Casellas
Three Parkway
Philadelphia, PA 19102

Robert (Bob) Mendez
3000 West Alameda Avenue
Burbank, CA 91523

Francisco Flores, Jr
9802 Oleander Avenue
Vienna, VA 22180

Gilda R. Gonzalez
1615 Irving Street, N.W.
Washington, D.C. 20009

Ramona Powell
941 "O" Street, N.W.
Washington, D.C. 20001

Honorable Lorenzo Arredondo
Lake Circuit Court
Government Center
Crown Paint, IN 46307

Roberto Alibertorio
State of New York
2 World Trade Center
Neva' York, NY 10047

Julio Majica
8750. Georgia Avenue
Apartment 1212-B
Silver Spring, MD 20910

JO Nelson
5615 Kirby Drive
Suite 300
Houston, TX 77005

Leroy Cordova
900 Civil Center Square
906 "N" Street, Suite 125
Fresno, CA 93721

Jimmy. Gurule
231 East 400 South
Suite 300
Salt Lake City, UT 84111

Honorable Alberto Miera
Ramsey County Court House
St. Paul, MN 55102
DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER
AND REGULATORY AFFAIRS

I hereby certify that this is a true
and complete copy of the document
filed in this office, the Corporations
Division of the Business Regulation
Administration, and that this docu-
ment was admitted to record in
File # 841934

Date of Certification 1-31- 1996

Superintendent of Corporations
C E R T I F I C A T E,

THIS IS TO CERTIFY that all provisions of the District of Columbia Non-profit Corporation Act have been complied with and ACCORDINGLY this Certificate of INCORPORATION

is hereby issued to the THE HISPANIC NATIONAL BAR ASSOCIATION

as of the date hereinafter mentioned.

Date May 24, 1984

Carol B. Thompson
Director

Robert B. Johnson
Acting Administrator
Business Regulation Administration

GOVERNMENT OF THE DISTRICT OF COLUMBIA
MARION BARRY, JR., MAYOR
APRIL 1981

Sept. 8, 1998