

**Articles of Incorporation for the
Marine Exchange of the San Francisco Bay Region
(Marine Exchange),
a California Nonprofit Mutual Benefit Corporation**

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Articles of Incorporation

Article I: Name

The name of this corporation is MARINE EXCHANGE OF THE SAN FRANCISCO BAY REGION.

Article II: General Purposes

This corporation is formed for the purpose of encouraging, extending, and promoting marine transportation; providing a medium for the exchange of ideas among those engaged in marine transportation; gathering and disseminating such information as the membership may desire to aid them in the conduct of their affairs; and encouraging intellectual contact between Americans and other nationals interested in marine transportation.

Article III: Non-Profit Corporation

This corporation shall be a non-profit corporation which shall not contemplate the distribution of gain, profit, or dividends to its members.

Article IV: Principal Office

The principal office of this corporation shall be in the City of Emeryville, County of Alameda, State of California.

Article V: Directors

The number of directors of this corporation elected by vote of the membership shall be fifteen (15), and in addition, the immediate past-President, whose term as a Director is otherwise expiring, shall be designated an ex-officio member of the Board of Directors for a term of the fiscal year following the year in which he served as President. Officers otherwise not directors shall serve as ex-officio directors for the periods in which they serve as corporate officers.

Article VI: Amendment of Articles

The Articles of Incorporation may be amended by the vote or written consent of two-thirds of the members in good standing.