

FILED *llc*
Secretary of State
State of California

APR 15 2013

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C0520973
RESTATED
ARTICLES OF INCORPORATION
OF
WILLIAM GLASSER INTERNATIONAL, INC.

Dr. William Glasser and Carleen Glasser certify that:

1. They are the President and Secretary, respectively, of William Glasser International, Inc., a California corporation.
2. To incorporate prior amendments, the Articles of Incorporation of this corporation are hereby restated to read as follows:

FIRST: The name of this corporation is:
WILLIAM GLASSER INTERNATIONAL, INC.

SECOND: 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 charitable purposes.

THIRD: This corporation is formed for the following purposes:

(a) The specific and primary purpose is to teach the principles and practice of Choice Theory Psychology and Reality Therapy as described in the writings of William Glasser, M.D.

(b) The general purposes are:

1. To establish, conduct, support and maintain an organization working for the application of Choice Theory Psychology to Reality Therapy, mental health and personal well-being, education, management and other aspects of human life;

2. To promote the study of the psychological health and problems of persons by means of research and educational methods and other lawful and appropriate methods; and

3. To aid, assist, and support, with contributions of money or property, or otherwise, other organizations organized and operated exclusively for psychological research and education and exempt from tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or any successor law (the "Code").

FOURTH: This corporation is organized exclusively for charitable, educational and scientific purposes within the meaning of Code Section 501(c)(3).

The property of this corporation is irrevocably dedicated to the purposes set forth in Article THIRD above and no part of the net earnings or assets of this corporation shall ever inure to the benefit of or be distributable to or for the benefit of any director, officer or member (if any) of this corporation or any other private individual.

FIFTH: This corporation is to have and may exercise all the powers conferred on nonprofit public benefit corporations by the laws of the State of California, except that this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes set forth in Article THIRD above.

Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under Code Section 501(c)(3).

SIXTH: On dissolution of this corporation, all of its assets available for distribution shall be distributed to one or more organizations that are exempt from federal income tax under Code Section 501(c)(3) or the corresponding provision of any successor law, as the Board of Directors of this corporation may determine by resolution duly adopted prior to such dissolution, subject to the provisions of any trust under which such assets are held.

SEVENTH: This Corporation elects to be governed by all of the provisions of the Nonprofit Corporation Law of 1980 not otherwise applicable to it under Part 5 of that Law.

3. The foregoing amendment and restatement of Articles of Incorporation has been duly approved by the board of directors.

4. This 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: 02-09-13, 2013

William Glasser
Dr. William Glasser, President

Carleen Glasser
Carleen Glasser, Secretary

California Secretary of State's Office
is a full, true and correct copy of the
original record in the custody of the
Secretary of State and the foregoing
transcript is a true and correct copy of the
original record in the custody of the
Secretary of State.



APR 16 2013

Date

Debra Bowen

DEBRA BOWEN, Secretary of State
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I hereby certify that the foregoing
transcript of 3 page(s)
is a full, true and correct copy of the
original record in the custody of the
California Secretary of State's office.

APR 16 2013

Date: _____

Debra Bowen
DEBRA BOWEN, Secretary of State