

State of California

OFFICE OF THE SECRETARY OF STATE

Post-it® Fax Note	7671	Date	6/17/01	# of pages	4
To	State Alignment	From	KIP MERRILL		
Co./Dept.	Southwest Inc	Co.			
Phone #	915 3604	Phone #	760 729 552		
Fax #	631 2100	Fax #	760 729 0352		

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

That the annexed transcript was prepared by and in this
e from the record on file, of which it purports to be a
, 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

JAN 25 1989



March Fong Eu

Secretary of State

1559127

ENDORSED

FILED

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

JAN 25 1989

ARTICLES OF INCORPORATION

MARCH FONG EU, Secretary of State

OF

CARLSBAD HI-NOON ROTARY CLUB FOUNDATION

I.

The name of this corporation is CARLSBAD HI-NOON ROTARY CLUB FOUNDATION.

II.

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.

III.

The name and address in the State of California of this corporation's initial agent for service of process is:

Eric T. Lodge
2111 Palomar Airport Road
Suite 330
Carlsbad, California 92009

IV.

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

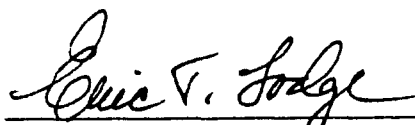
B. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

V.

The property of 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 to the benefit of any private person. 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 organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

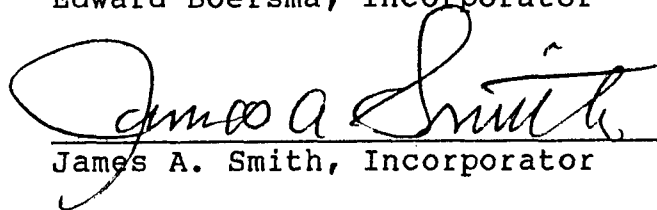
Dated: January 23, 1989.



Eric T. Lodge, Incorporator



Edward Boersma, Incorporator



James A. Smith, Incorporator