

676140

ARTICLES OF INCORPORATION
OF
SAN BERNARDINO VALLEY COLLEGE FOUNDATION

ENDORSED
FILED

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

MAR 6 - 1973

EDMUND G. BROWN, Secretary of State

By JAMES E. HARRIS

Deputy

ARTICLE I

NAME

The name of the corporation is SAN BERNARDINO VALLEY
COLLEGE FOUNDATION.

ARTICLE II

PURPOSES

2.1 Specific and Primary Purposes. The specific,
primary, and exclusive purpose for which this corporation is
formed is to receive, hold, invest, and administer property
so received, and to make expenditures therefrom to, or for
the benefit of, San Bernardino Valley College.

2.2 General Purposes and Powers. The general purposes
and powers of the corporation are as follows:

2.2(a) To carry out the specific, primary, and
exclusive purpose of this corporation as set forth in section 2.1
by all reasonable means;

2.2(b) To act as trustee under any trust or
endowment incidental to the principal objects of the
corporation, and in connection therewith to receive, hold,
administer and expend funds and real and personal property
of every kind and character whatsoever subject to such

trust or endowment;

2.2(c) To provide scholarships, fellowships, grants-in-aid, loans, and other financial assistance to students and members of the faculty of San Bernardino Valley College;

2.2(d) To solicit, collect, receive, acquire, hold, and invest money and property, both real and personal, including money and property received by gift, contribution, bequest, or devise; to sell and convert property, both real and personal, into cash; and to use the funds of this corporation and the proceeds, income, rents, issues, and profits derived from any property of this corporation for any of the purposes for which this corporation is formed;

2.2(e) To purchase, acquire, own, hold, sell, assign, transfer, dispose of, mortgage, pledge, hypothecate, or encumber, and deal in shares, bonds, notes, debentures, or other securities or evidences of indebtedness of any person, firm, corporation, or association and, while the owner or holder of them, to exercise all rights, powers, and privileges of ownership.

2.2(f) To purchase or acquire, own, hold, use, lease (either as lessor or lessee), sell, exchange, assign, convey, dispose of, mortgage, hypothecate, or encumber real and personal property.

2.2(g) To borrow money, incur indebtedness, and secure repayment by mortgage, pledge, deed of trust, or

other hypothecation of property, both real and personal;

2.2(h) To enter into, make, perform, and carry out contracts of every kind for any lawful purpose without limit on amount, with any person, firm, association, corporation, municipality, county, parish, state, territory, government (foreign or domestic), or other municipal or governmental subdivision;

2.2(i) To do all things necessary, expedient, or appropriate to the accomplishment of any of the objects and purposes for which this corporation is formed; and

2.2(j) To have and exercise all the rights and powers conferred on nonprofit corporations under the General Nonprofit Corporation Law of the State of California as such law is now in effect or may at any time hereafter be amended.

2.3 Separate Purposes and Powers. Subject to the provisions of section 2.4, the foregoing statements in sections 2.1 and 2.2 shall be construed as statements of both purposes and powers, and the purposes and powers in each clause, except where otherwise expressed, shall be in no wise limited or restricted by reference to or inference from the terms or provisions of any other clause, but shall be regarded as independent purposes and powers.

2.4 Limitation On Purposes and Powers.

2.4(a) Notwithstanding any of the above statements of purposes and powers, this corporation shall not engage in

activities which in themselves are not in furtherance of, and in accordance with, purposes set forth in section 2.1 hereof.

2.4(b) No part of the net earnings of the corporation shall inure to the benefit of any Member, Director, or Officer of the corporation or any private individual except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes and except to the extent that such Member, Director, or Officer is otherwise entitled to benefit as an appropriate beneficiary of aid provided for under section 2.2(c) hereof.

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

2.4(d) Notwithstanding any other provision of these Articles, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under Section 170(c)(2) of such Code and its Regulations as they now exist or as they may hereafter be amended, or by an organization defined

in Section 170(b)(1)(A)(iv) of such Code and its Regulations as they now exist or as they may hereafter be amended, or Sections 23701d and 214 of the Revenue and Taxation Code and other applicable laws of the State of California as they now exist or as they may hereafter be amended.

2.4(e) Should San Bernardino Valley College cease to maintain a regular faculty or to normally have a regular body of pupils or students in attendance at the place where its educational activities are regularly carried on or should San Bernardino Valley College cease being either (1) an agency or instrumentality of the State of California or a political subdivision thereof or (2) owned or operated by the State of California or a political subdivision thereof, this Corporation shall immediately cease making expenditures to or for the benefit of San Bernardino Valley College and shall make its expenditures (in the same manner as provided in the corporate documents of this Corporation for the benefit of San Bernardino Valley College) to or for the benefit of Crafton Hills College if it is then so qualified or such other educational organization as is then so qualified.

ARTICLE III

NONPROFIT

The corporation is organized pursuant to the General Nonprofit Corporation Law of the State of California.

ARTICLE IV

DEDICATION AND DISSOLUTION

The property, assets, profits, and net income of this corporation are irrevocably dedicated to educational and charitable purposes. Upon the dissolution or winding up of the corporation, after paying or adequately providing for the debts and obligations thereof, any remaining assets shall not inure to the benefit of any private person, but shall be distributed to San Bernardino Valley College, if said corporation then is organized and operated exclusively for educational or charitable purposes, and qualified as an exempt organization under Section 501(c)(3) of the Internal Revenue Code (1954), and Section 23701d of the Revenue and Taxation Code of the State of California, as amended, supplanted or revised, if amended, supplanted or revised. If San Bernardino Valley College has ceased to exist or is not then so qualified, then the remaining assets of this corporation shall be distributed to a nonprofit corporation or other organization (selected by this corporation's Board of Directors) which is engaged in activities substantially similar to those of this corporation and which is then organized and operated exclusively for educational or charitable purposes and which is then qualified as an exempt organization under Section 501(c)(3) of the Internal Revenue Code and (if a corporation subject to tax on income by the State of California) Section 23701d of the

Revenue and Taxation Code, as amended, supplanted or revised,
if amended, supplanted or revised.

ARTICLE V

MEMBERS

The persons who are the Directors of this corporation
from time to time shall be its only Members and on ceasing to
be a director of this corporation, any such person shall
cease to be a Member.

ARTICLE VI

PRINCIPAL OFFICE

The county in the State of California where the
principal office for transaction of business of the
corporation is located is San Bernardino County.

ARTICLE VII

DIRECTORS

7.1 The names and addresses of the initial
directors are:

Verne F. Potter, Jr. *V-P*
969 West Edgemont Place
San Bernardino, California *92375*

Bernie Paredes
1388 North Magnolia
Rialto, California *92376*

Wilfred E. Kaney
1000 North Second Street
Colton, California *92324*

William E. Leonard *Pres*
103 East 49th
San Bernardino, California *92404*

Herbert Wessel
3853 North Arlington Drive
San Bernardino, California 92404

Carleton W. Lockwood
6306 Spruce
Rialto, California 92376

Allen B. Gresham
3028 North Muscupiabe Drive
San Bernardino, California 92405


Arthur M. Jensen
1316 Elizabeth Street
Redlands, California 92373

Winston W. Carl
4231 Pershing
San Bernardino, California 92407

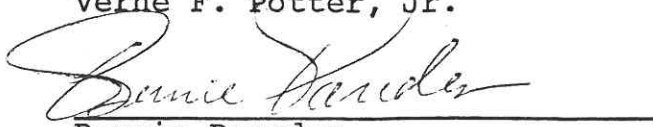
7.2 The number of directors may be changed by a bylaw duly adopted or amended by the members. In addition to elected or appointed Directors, the District Superintendent of San Bernardino Community College District shall be an ex-officio member of the Board of Directors of this corporation.

IN WITNESS WHEREOF, the undersigned incorporators and initial directors of this corporation have hereunto

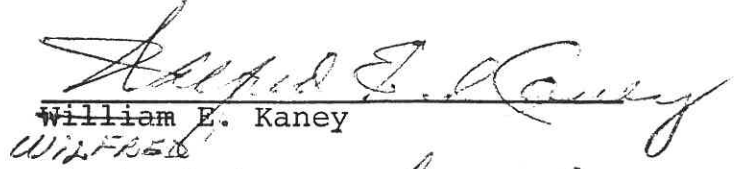
set their hands this 1st day of June, 1972.



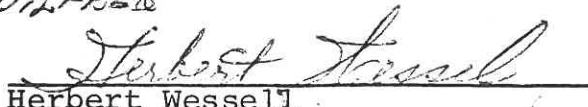
Verne F. Potter, Jr.



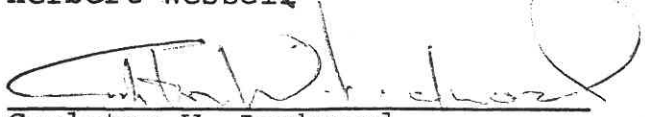
Bernie Paredes


WILFRED

William E. Kaney



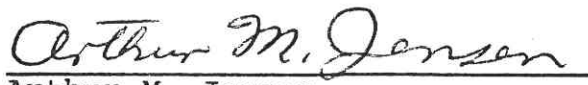
Herbert Wessell



Carleton W. Lockwood



Allen B. Gresham



Arthur M. Jensen



Winston W. Carl




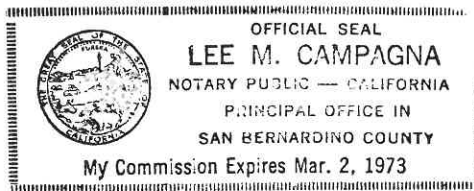
William E. Leonard

STATE OF CALIFORNIA)
)
COUNTY OF SAN BERNARDINO)

On this 1st day of June, 1972, before me, the undersigned, a Notary Public in and for said County and State, personally appeared ALLEN B. GRESHAM, known to me to be the person who is named as one of the Directors in the foregoing instrument, and whose name is subscribed thereto, and acknowledged to me that he executed the same.

WITNESS my hand and seal the day and year first written above.

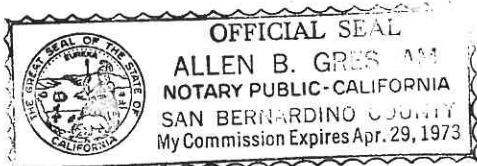

Notary Public in and for said County
and State



STATE OF CALIFORNIA)
)
COUNTY OF SAN BERNARDINO)

On this 1st day of June, 1972, before me,
the undersigned, a Notary Public in and for said County
and State, personally appeared VERNE F. POTTER, JR., BERNIE
PAREDES, WILFRED E. KANEY, HERBERT WESSELL, CARLETON W.
LOCKWOOD, ARTHUR M. JENSEN, WINSTON W. CARL, and WILLIAM E.
LEONARD, known to me to be the persons who are named as
some of the Directors in the foregoing instrument, and whose
names are subscribed thereto, and acknowledged to me that
they executed the same.

WITNESS my hand and seal the day and year
first written above.



398 West Fourth Street, San Bernardino, Calif. 92401

Allen B. Gresham

Notary Public in and for said County
and State