



State
of
California
OFFICE OF THE SECRETARY OF STATE

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

That the annexed transcript has been compared with the record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this

AUG 14 1984



March Fong Eu

Secretary of State

1254201

ENDORSED
FILED

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

AUG 7 1984

MARCH FONG EU, Secretary of State

Leslie Glenn
Deputy

ARTICLES OF INCORPORATION
OF THE
ORANGE COAST COLLEGE FOUNDATION

ARTICLE I

Name

The name of this Corporation is the:

ORANGE COAST COLLEGE FOUNDATION

ARTICLE II

Purposes

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. The charitable purposes of this Corporation are to promote and assist the educational program of Orange Coast College, in accordance with the mission, policies, and priorities of the College as administered by its President.

ARTICLE III

Conformity with Regulations

This Corporation shall conduct its operations in conformity with general regulations established by the Board of Governors of The California Community Colleges and the implementing regulations established by the Coast Community College District as required by the Education Code, Section 72672(c).

ARTICLE IV

Exempt Status and Limitations on Activities

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

Notwithstanding any other provision of these Articles, this Corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

No substantial part of the activities of this Corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and this 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.

ARTICLE V

Directors

The number of directors, the method of their selection and the terms of their office shall be as specified by the Bylaws of this Corporation. The President of the College or his or her designated representative shall be a member of the Board of Directors of this Corporation to insure that this Corporation operates in conformity with College policy. This Corporation shall have no members other than the persons constituting its Board of Directors. The persons constituting its Board of Directors shall, for the purpose of any statutory provision or

rule of law relating to nonprofit corporations or otherwise, be taken to be the members of such Corporation and exercise all the rights and powers of members thereof.

ARTICLE VI

Dedication and Dissolution

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 individual. Upon the dissolution of this Corporation, net assets, other than trust funds, shall be distributed to the Orange Coast College to be used exclusively for charitable purposes.

ARTICLE VII

Initial Agent for Service of Process

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

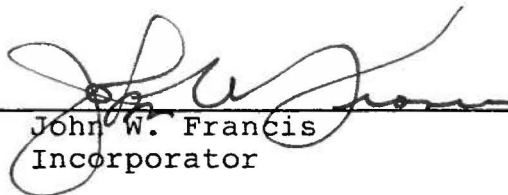
John W. Francis
1703 Via Palomares
San Dimas, CA 91773

ARTICLE VIII

Amendment of Articles

The Articles of Incorporation of this Corporation shall not be amended except with the vote of two-thirds (2/3) of the total voting membership of the Board of Directors.

IN WITNESS WHEREOF, for the purpose of forming this nonprofit corporation under the laws of the State of California, I, the undersigned, constituting the incorporator of this Corporation, have executed these Articles of Incorporation this 21st day of May, 1984.




John W. Francis
Incorporator

DECLARATION

I am the person whose name is subscribed below. I am the incorporator of the Orange Coast College Foundation, and I have executed these Articles of Incorporation. The foregoing Articles of Incorporation are my act and deed.

Executed on May 21, 1984, at San Dimas, California.

I declare that the foregoing is true and correct.



John W. Francis
Incorporator

Proposed Change for Articles of Incorporation

old
Amended
7/2/86
Brd mtg

OLD

ARTICLE VI

DEDICATION AND DISSOLUTION

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NEW

ARTICLE VI

Dedication and Dissolution

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 individual. Upon the dissolution of this Corporation, net assets other than trust funds, shall be distributed to an organization which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code, and will use the funds exclusively for charitable purposes benefiting Orange Coast College.