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

JAN 19 1970

MARCH FORD, Secretary of State

Gloria J. Carroll
Deputy

ARTICLES OF INCORPORATION

OF

WATSONVILLE ROTARY ENDOWMENT

I

The name of this corporation is WATSONVILLE ROTARY
ENDOWMENT.

II

The purposes for which this corporation is formed are:

(a) The specific and primary purposes are to receive con-
tributions, to maintain a fund from such contributions, and to
use and apply the whole or any part of the income therefrom and
the principal thereof exclusively for charitable, scientific,
literary, or educational purposes.

(b) The general purposes and powers are:

(1) 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) To purchase, acquire, own, hold, sell, assign, transfer, dispose of, mortgage, pledge, hypothecate, or encumber, and to deal in shares, bonds, notes, debentures, or other securities or evidence 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;

(3) To purchase or acquire, own, hold, use, lease (either as lessor or lessee), sell, exchange, assign, convey, dispose of, mortgage, hypothecate, or encumber real, personal, tangible or intangible property;

(4) To borrow money, incur indebtedness, and to secure repayment by mortgage, pledge, deed of trust, or other hypothecation of property, both real and personal;

(5) 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 or corporation, municipality, county, state, territory, government (foreign or domestic), or other municipal or governmental subdivision; and

(6) To have and to exercise all the powers conferred by the California General Nonprofit Corporation Law on nonprofit corporations, as that law is now in effect or may at any time hereafter be amended, and to do all things necessary, expedient,

or appropriate to the accomplishment of any of the objects and purposes for which this corporation is formed.

(7) Notwithstanding any of the above statements of purposes and powers, this corporation shall not engage in any activities or exercise any powers that are not in furtherance of the primary purpose of this corporation.

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

III

This corporation is organized pursuant to the General Non-profit Corporation Law of the State of California.

IV

The county in this State where the principal office for the transaction of the business of this corporation is located is the County of Santa Cruz.

V

The general management of the affairs of this corporation shall be under the control, supervision, and direction of the Board of Trustees. The names and addresses of the persons who

are to act in the capacity of trustees until the selection of their successors are:

<u>Name</u>	<u>Address</u>
Susan J. Rossi	138 Rogers Ave. Watsonville, CA 95076
Marie L. Bertone	322 Manor Ave. Watsonville, CA 95076
Perry E. Olsen	524 Santa Margarita Aptos, CA 95003

The number of trustees may be fixed or changed from time to time by amendment of the Articles of Incorporation, or by the adoption of bylaws by the members, or by amendment of the bylaws of this corporation by the vote or written assent of the members of the corporation entitled to exercise a majority of the voting power, or the vote of a majority of a quorum at a meeting of members called pursuant to the bylaws.

VI

The authorized number and qualifications of members of the corporation, the different classes of membership, if any, the property, voting and other rights and privileges of members, and their liability to dues and assessments and the method of collection thereof, shall be set forth in the bylaws.

VII

This corporation is not organized, nor shall it be operated, for receiving gains or profit, and it does not contemplate the

distribution of gains, profits, or dividends to its members; and it is organized solely for nonprofit purposes.

The property of this corporation is irrevocably dedicated to charitable, scientific and educational purposes, and no part of the net income or assets of this organization shall ever inure to the benefit of any trustee, officer or member thereof or to the benefit of any private persons. Upon the dissolution or winding up of the corporation its assets remaining after payment of, 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, scientific, literary, or educational purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code, as this section is now in effect or as subsequently amended. Any disposition or dissolution or winding up shall be pursuant to a decree of the superior court of the county in which this corporation has its principal office, upon petition therefor by the Board of Trustees, in a proceeding to which the Attorney General is a party.

IN WITNESS WHEREOF, we, the undersigned, being the persons named above as the first trustees, have executed these Articles of Incorporation this 14th day of December, 1978.

/s/Susan J. Rossi

/s/Perry E. Olsen

SUSAN J. ROSSI

PERRY E. OLSEN

/s/Marie L. Bertone

MARIE L. BERTONE