

ARTICLES OF INCORPORATION
OF
EAST PALO ALTO FINE ARTS, INCORPORATED

I.

The name of this corporation shall be East Palo Alto Fine Arts, Incorporated.

II.

The purposes for which this corporation is formed are:

(a) The specific and primary purposes are to bring music, art, theater, lectures and other cultural events to the East Palo Alto, California community.

(b) The general purposes and powers are to have and to exercise all rights and powers conferred on non-profit corporations under the laws of the State of California, including the power to contract, rent, buy or sell personal or real property, provided, however, 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 primary purposes of this corporation.

(c) 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.

III.

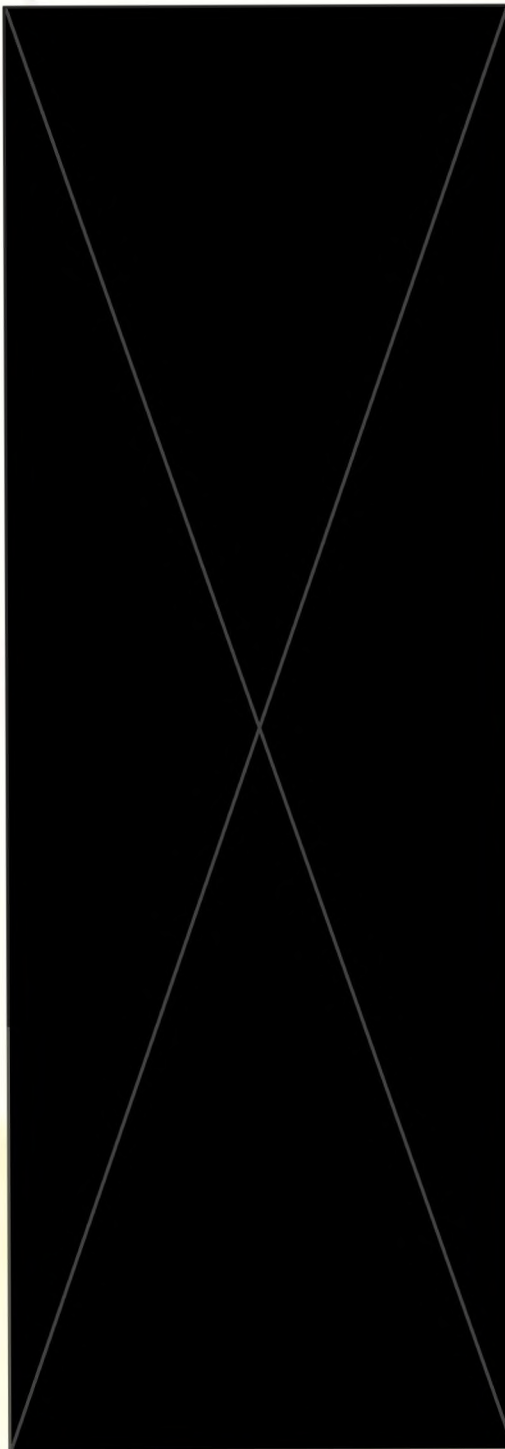
This corporation is organized pursuant to the General Non-Profit Corporation Law of the State of California. This corporation does not contemplate pecuniary gain or profit to the members thereof and it is organized for non-profit purposes.

IV.

The principal office for the transaction of the business of this corporation is located in the County of San Mateo, State of California.

V.

The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>Name</u>	<u>Address</u>
Margaret Yarbrough	
Eddye Mims	
Marion Grayson	
Penny Sorrells	
Henry Anthony	
Elaine Slaughter	
Vivian Gordon	
Alemina Wilson	
Marshall Jenkins	
Edith Collier	
Alma Thompson	
Norman Fontaine	
Syrtiller Kabat	
Chris Jones	
Grace F. Chambers	

VI.

The authorized number of directors of this corporation shall be fifteen (15) and they shall be selected annually in the following manner and order, as more fully set forth in the corporation's By-Laws:

(a) First, the East Palo Alto Municipal Council shall appoint five (5) directors.

(b) Second, the existing Board of Directors shall elect five (5) directors by cumulative voting.

(c) Third, the members shall elect five (5) directors by cumulative voting.

The authorized number of directors and the manner of their selection as herein stated shall not be amended by the corporation's By-Laws.

VII.

The authorized number and qualification 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 as set forth in the By-Laws.

VIII.

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 persons. 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 non-profit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established

its tax exempt status under §501(c)(3) of the Internal Revenue Code.

If this corporation holds any assets in trust, or the corporation is formed for charitable purposes, such assets shall be disposed of in a manner as may be directed by decree of the Superior Court of the county in which the corporation has its principal office, upon petition therefore by the Attorney General or by any person concerned in the liquidation, in a proceeding to which the Attorney General is a party.

IN WITNESS WHEREOF, the undersigned, being the persons hereinabove named as the first directors, have executed these Articles of Incorporation at East Palo Alto, California on this _____ day of October 1974.

Margaret Yarbrough

Eddy Mims

Marion Grayson

Penny Sorrells

Henry Anthony

Elaine Slaughter

Vivian Gordon

Alemina Wilson

Marshall Jenkins

Edith Collier

Alma Thompson

Norman Fontaine

Syrtiller Kabat

Chris Jones

Grace F. Chambers

STATE OF CALIFORNIA)
) ss.
COUNTY OF SAN MATEO)

On this _____ day of October, 1974, before me, the undersigned, a Notary Public, personally appeared Margaret Yarbrough, Eddy Mims, Marion Grayson, Penny Sorrells, Henry Anthony, Elaine Slaughter, Vivian Gordon, Alemina Wilson, Marshall Jenkins, Edith Collier, Alma Thompson, Norman Fontaine, Syrtiller Kabat, Chris Jones, and Grace F. Chambers, known to me to be the persons whose names are subscribed to this instrument, and acknowledged to me that they executed the same as their free and voluntary act.

Notary Public