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Certificate of Amendment of Articles of Incorporation



CHAFFEEY
COMMUNITIES
CULTURAL
CENTER

The undersigned hereby certify that:

1. They are the president and secretary, respectively, of the Chaffey Communities Cultural Center, a California corporation.
2. Article VI of the Articles of Incorporation of this corporation is amended to read as follows (deleted, added):

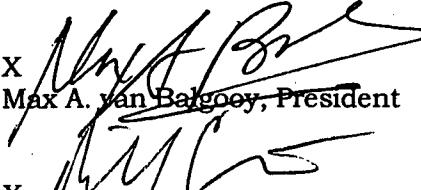
This corporation is organized pursuant to the General Nonprofit Corporation Law of the State of California. This corporation is not organized, nor shall it be operated, for pecuniary gain or profit, and it does not contemplate the distribution of gains, profits or dividends to the members thereof or to any private shareholder or individual.

The property of this corporation is irrevocably dedicated to charitable and educational purposes meeting the requirements for exemption provided by section 214 of the Revenue and Taxation Code and no part of the net income or assets of this organization shall inure to the benefit of any private persons. Upon the dissolution or winding up 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 and educational purposes meeting the requirements for exemption provided by section 214 of the Revenue and Taxation Code and which has established its tax exempt status under section 501(c)(3) of the Internal Revenue Code.

3. The foregoing amendment of Articles of Incorporation was duly approved by the board of directors at its meeting of June 20, 2000.
4. The corporation has no members.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

June 16, 2001

X 
Max A. van Balgooy, President

X 
Richard Chute, Secretary **ENDORSED - FILED**
in the office of the Secretary of State
of the State of California

JUL 3 2001

BILL JONES, Secretary of State

525 West Eighteenth Street
Post Office Box 772
Upland, California
91785-0772

(909) 982-8010



I, Frank M. Jordan, Secretary of State
of the State of California, hereby certify:

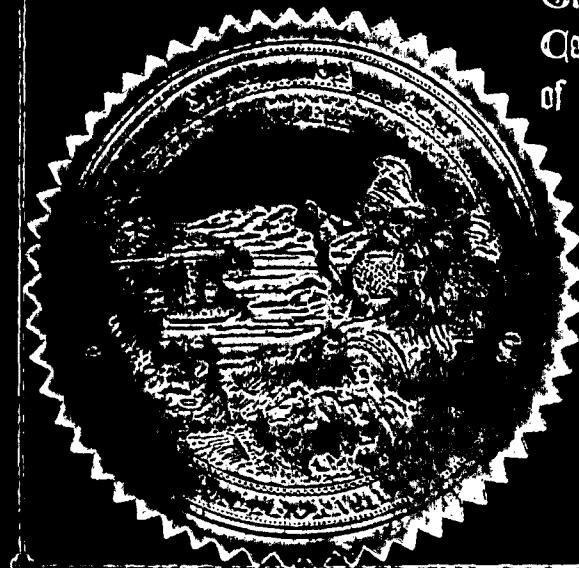
That on the 14th day of July, 1965,

CHARFEY COMMUNITIES CULTURAL CENTER

became incorporated under the laws of this State
by filing its Articles of Incorporation in my office.

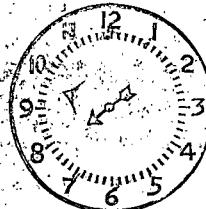
In Witness Whereof, I hereunto
set my hand and affix the
Great Seal of the State of
California this 14th day
of July , 1965 .

Frank M. Jordan
Secretary of State



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ARTICLES OF INCORPORATION

of

GLAZIER COMMUNITIES CULTURAL CENTER

I.

The name of this corporation is: GLAZIER COMMUNITIES CULTURAL CENTER.

II.

The specific and primary purpose for which this corporation is formed is to foster research and education and to create and maintain collections of art, archaeology, ethnology, history and science, to preserve the relics and records of pioneer days, to further a better understanding of science and the arts and to provide a cultural center for the community encompassing a museum, art gallery, amphitheater and multi-purpose recreation hall, for the education, use and benefit of all interested persons.

In addition, the corporation is formed for the following purposes:

(a) To solicit, collect, receive, acquire, hold and invest money and property, both real and personal, received by gift, contribution, bequest, devise or otherwise; 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.

(b) To purchase or otherwise acquire, own, hold, sell, assign, transfer, or otherwise dispose of, mortgage, pledge, or otherwise hypothecate or encumber, and to deal in

and with shares, bonds, notes, debentures or other securities or evidences of indebtedness of any person, firm, corporation or association and, while the owner or holder thereof, to exercise all rights, powers and privileges of ownership.

(c) To purchase or otherwise acquire, own, hold, use, sell, exchange, assign, convey, lease or otherwise dispose of and mortgage or otherwise hypothecate or encumber real and personal property.

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

(e) To carry into effect any one or more of the objects and purposes hereinabove set forth and to that end to do any one or more of the acts and things aforesaid, and likewise any and all acts or things necessary or incidental thereto; and, in conducting or carrying on its activities, and for the purpose of promoting or furthering any one or more of its said objects or purposes, to exercise any or all of the powers hereinabove set forth in this Article, and any other or additional power now or hereafter authorized by law, either alone or in conjunction with others, as principal, agent or otherwise.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and the purposes and powers stated 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.

Notwithstanding the additional powers authorized under sub-sections (a) through (e) above, this corporation may engage only to an insubstantial extent in activities which in themselves are not in furtherance of the specific and primary purpose of this corporation as set forth under the first paragraph of article II.

No part of the activities of this corporation shall ever be devoted to carrying on of propaganda or otherwise attempting to influence legislation, and it shall never participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

III

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

IV

The persons who are to act in the capacity of Directors of this corporation shall be designated as "Directors". The number of Directors of this corporation shall be five (5), and the names and addresses of the persons who are appointed to act in the capacity of Directors until the selection of their successors are as follows:

Name	Address
Robert H. Oyler	1065 West 23rd Street Upland, California
Isabel C. Whitney	805 West 16th Street Upland, California
Richard C. Garner	1195 North Quince Avenue Upland, California

Clark L. Heiple 1615 North 2nd Avenue
Upland, California

Maren H. Armstrong 7765 S. Calle Cacino
Cucamonga, California

The number of the Directors of this corporation may at any time and from time to time be changed by the adoption or the amendment of a By-law by the members entitled to vote, and the respective terms of office of the Directors, the manner in which Directors shall be chosen, the qualifications of the office of Director, and the powers and duties of the Director shall be as set forth in the By-laws of this corporation.

V

This corporation shall be without shares of stock and composed of members. The number and qualifications of members, the different classes of members, the property, voting and other rights and privileges of each class of membership and the liability of each class of membership for dues or assessments and the method of collection thereof shall be as set forth in the by-laws of this corporation.

VI

This corporation is organized pursuant to the General Nonprofit Corporation Law of the State of California. This corporation is not organized, nor shall it be operated, for pecuniary gain or profit, and it does not contemplate the distribution of gains, profits or dividends to the members.

hereof or to any private shareholder or individual. The property, assets, profits and net income of this corporation are irrevocably dedicated to education, social, charitable, scientific and literary purposes and no part of the profits or net income of this corporation shall ever inure to the benefit of any director, officer or member hereof or to the benefit of any private shareholder or individual. Upon the dissolution or winding up of this corporation, the assets of this corporation remaining after payment of, or the provision for the payment of, all debts and liabilities of this corporation shall be distributed to a corporation or corporations, fund or funds, or foundation or foundations, qualified for exemption from Federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1939 as now in effect or as subsequently amended.

VIII

The Articles of Incorporation of this corporation shall not be amended except with the vote or written consent of a majority of its members.

IN WITNESS WHEREOF, for the purpose of forming this corporation as a private nonprofit corporation for the purposes set forth in Article II hereof, under the pursuant to the provisions of the General Nonprofit Corporation Law of the State of California, we, the undersigned, constituting the incorporators of this corporation, including the persons named hereinabove as its first trustees, have executed these Articles of Incorporation this 10th day of April, 1963.

s/ Robert H. Oyler

s/ Isabel C. Whitney

s/ Richard C. Garner

s/ Clark L. Heiple

s/ Maren H. Armstrong

12/7/65

Jerry Hamel