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FILED

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

JUL 31 1974

EDMUND G. BROWN Jr., Secretary of State

By Myrtle P. Pantoma
Deputy

ARTICLES OF INCORPORATION
OF

PACIFIC PALISADES COMMUNITY COUNCIL FOUNDATION

ARTICLE I

The name of this corporation shall be Pacific Palisades Community Council Foundation.

ARTICLE II

This corporation is organized exclusively for charitable, scientific, literary and educational purposes.

(a) The specific and primary purposes for which this corporation is formed are as follows: To promote interest and participation in local educational, literary, scientific, artistic and charitable activities, events and similar programs; to receive, to distribute and otherwise to disseminate information concerning such activities, events and similar programs; and in connection with the foregoing to receive and to maintain a fund or funds of real or personal property, or both, and, subject to the restrictions and limitations set forth herein, to use and to apply the whole or any part of the income and the principal thereof exclusively for charitable, scientific, literary or educational purposes, either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 and the Regulations thereunder

Repetition of right
to amend articles

No

YES

as they now exist or as they may hereafter be amended.

(b) The general purposes and powers of this corporation are as follows:

- (1) To sue and be sued;
- (2) To make contracts;
- (3) To receive property by devise or bequest, subject to the laws regulating the transfer of property by will, and to otherwise acquire and hold all property, real or personal, including shares of stock, bonds, and securities of other corporations;
- (4) To act as trustee under any trust incidental to the principal objects of the corporation, and to receive, hold, administer and expend funds and property subject to such trust;
- (5) To convey, exchange, lease, mortgage, encumber, transfer upon trust, or otherwise dispose of all property, real or personal;
- (6) To borrow money, contract debts and issue bonds, notes and debentures to secure the payment or performance of its obligations; and
- (7) To do all other acts necessary or expedient for the administration of the affairs and the attainment of the purposes of the corporation, and to otherwise have and exercise all rights and powers conferred

on nonprofit corporations under the laws of California.

ARTICLE III

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

ARTICLE IV

The county in the State of California where the principal office for the transaction of the business of this corporation is located is Los Angeles County.

ARTICLE V

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

Edwin J. Staley	1134 Lachman Lane Pacific Palisades, California 90272
Robert L. Schibel	190 North Canon Drive Beverly Hills, California
William B. Finestone	555 South Flower Street 26th Floor Los Angeles, California 90071

ARTICLE VI

The authorized number and qualifications of members of this corporation, the different classes of membership,

if any, the property, voting and other rights and privileges of members, and their liability to dues, assessments and the method of collection thereof, shall be set forth in the By-Laws.

ARTICLE VII

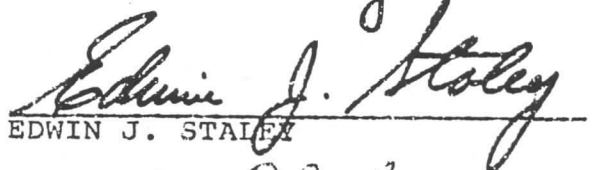
No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for the services rendered to the corporation and to make payment and distribution in furtherance of the purposes set forth in Article II hereof. No substantial part of the activities of this 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 publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the specific and primary purposes of this corporation.

ARTICLE VIII

The property of this corporation is irrevocably

dedicated to charitable purposes, and upon liquidation, dissolution or abandonment of the owner, after providing for the debts and obligations thereof, the remaining assets will not inure to the benefit of any private person but will be distributed to a non-profit fund, foundation or corporation which is organized and operated exclusively for charitable purposes as specified in the California Revenue and Taxation Code Section 214 and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code. If this corporation holds any assets on trust, disposition of such assets shall be made in such manner as may be directed by decree of the Superior Court of the County in which this corporation's principal office is located, upon petition therefor by the Attorney General or by any person concerned in the liquidation.

IN WITNESS WHEREOF, the undersigned, being the persons hereinabove named as the first directors, have executed these Articles of Incorporation, this 9 day of May, 1974.


EDWIN J. STALEY


ROBERT L. SCHIBEL


WILLIAM FINESTONE



FRANCHISE TAX BOARD

SACRAMENTO, CALIFORNIA 95867

July 31, 1974

In reply refer to
EO:ADL:WL:gp

Pacific Palisades Community Council
Foundation
P.O. Box 1131
Pacific Palisades, Ca. 90272

Purpose:	Educational
Form of Organization:	Corporation
Accounting Period Ending:	June 30
Organization Number:	

Based on the information submitted and provided, your present operations continue unchanged or conform to those proposed in your application, you are exempt from state franchise or income tax under Section 23701d, Revenue and Taxation Code. Any change in operation, character or purpose of the organization must be reported immediately to this office so that we may determine the effect on your exempt status. Any change of name or address also must be reported.

You are required to file Form 199 (Exempt Organization Annual Information Return) or Form 199B (Exempt Organization Annual Information Statement) on or before the 15th day of the 5th month (4-1/2 months) after the close of your accounting period. See annual instructions with forms for requirements.

You are not required to file state franchise or income tax returns unless you have income subject to the unrelated business income tax under Section 23731 of the Code. In this event, you are required to file Form 109 (exempt Organization Business Income Tax Return) by the 15th day of the 3rd month (2-1/2 months) after the close of your annual accounting period.

Contributions made to you are deductible by donors as provided by Sections 17214 through 17216.2 and 24357 through 24359 of the Code, unless your purpose is testing for Public Safety.

If the organization is incorporating, this approval will expire unless incorporation is completed with the Secretary of State within 30 days.

Exemption from federal income or other taxes and other state taxes requires separate applications.

Albert D. LeBel

Albert D. LeBel
Supervisor
Exempt Organizations

This exemption is issued on the condition that a federal exemption will be applied for and a copy of the final determination letter is furnished to this office.

This letter is issued to correct the classification of the organization as a result of additional information furnished in support of the exemption application.

cc: Secretary of State (Corp.)
cc: Registrar of Charitable Trusts

cc: William B. Finestone, Esq.

FTB 4206 (4-74)

