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

APR - 4 1990

ARTICLES OF INCORPORATION  
OF  
ASSOCIATED STUDENTS,  
CALIFORNIA STATE UNIVERSITY, DOMINGUEZ HILLS

*March Fong Eu*  
MARCH FONG EU, Secretary of State

ARTICLE I  
Name

The name of this Corporation is the:

ASSOCIATED STUDENTS,  
CALIFORNIA STATE UNIVERSITY, DOMINGUEZ HILLS

ARTICLE II  
Purposes and Powers

A. 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. This corporation shall never operate for the primary purpose of carrying on a trade or business for profit.

B. The specific purpose of this Corporation is to provide a means for responsible and effective participation in the governance of the campus; provide an official voice through which students' opinion may be expressed; foster awareness of this opinion both on and off campus; assist in the protection of the rights and interests of the individual student and the student body; and stimulate the educational, social, physical and cultural well-being of the University community.

C. This Corporation shall have all benefits, privileges, rights and powers created, given, extended or conferred upon nonprofit corporations by the provisions of the California Nonprofit Public Benefit Corporation Law, all other applicable laws and any additions or amendments thereto.

ARTICLE III  
Conformity with Regulations

This Corporation shall conduct its operations in conformity with regulations established by the Board of Trustees of The California State University as required by the Education Code, Section 89900(c) and it shall be operated as an integral part of the University as required by the California Code of Regulations Title 5, Section 42401.

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, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986.

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 manner in which Directors shall be chosen and removed from office, their qualifications, powers, duties, compensation, the manner of filling vacancies on the Board, and the manner of calling and holding meetings of Directors, shall be as stated in the Constitution or Bylaws.

ARTICLE VI  
Members

The qualifications of members of this Corporation, the different classes of membership, if any, the property, voting and other rights and privileges of members, shall be as stated in the Constitution or Bylaws.

ARTICLE VII  
Dedication and Dissolution

This Corporation is not organized, nor shall it be operated, for pecuniary gain or profit, and does not contemplate the distribution of gains, profits or dividends to its members or to any private shareholder or individual. The property, assets, profits, and net income of this Corporation are irrevocably dedicated to the charitable purposes set forth in Article II, and no part of the profits or net income or assets of this Corporation shall ever inure to the benefit of any private

shareholder or individual. Upon the dissolution of this Corporation, net assets, other than trust funds, shall be distributed to one or more nonprofit corporations organized and operated for the benefit of the California State University, Dominguez Hills such corporation or corporations to be selected by the Board of Directors of this Corporation and approved by the President of the University and the Board of Trustees of the California State University. Such nonprofit corporation or corporations must be qualified for Federal income tax exemption under Section 501(c)(3) of the United States Internal Revenue Code of 1986 and be organized and operated exclusively for educational purposes. In the alternative, upon dissolution of the corporation, net assets other than trust funds shall be distributed to the California State University, Dominguez Hills.

ARTICLE VIII  
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  
1901 East Lambert Road, Suite 100  
La Habra, CA 90631

ARTICLE IX  
Amendments

A. There shall be two methods of proposing an amendment to these Articles of Incorporation:

1. An affirmative vote of at least two-thirds (2/3) of a quorum of the Senate.

2. A petition bearing the signatures of at least ten (10) percent of the total regular membership of the Associated Students.

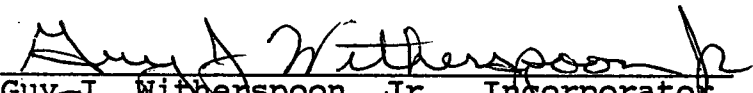
B. Amendments must then be approved by two-thirds (2/3) of the total votes cast at any special or regular election held during the Fall or Spring terms.

ARTICLE X  
Name of Unincorporated Association

The name of the existing unincorporated association, now being incorporated by the filing of these Articles of Incorporation, is:

ASSOCIATED STUDENTS,  
CALIFORNIA STATE UNIVERSITY, DOMINGUEZ HILLS

Dated November 29, 1989

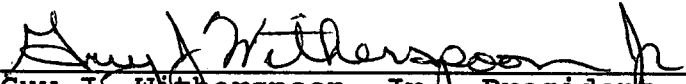
  
Guy J. Witherspoon, Jr., Incorporator

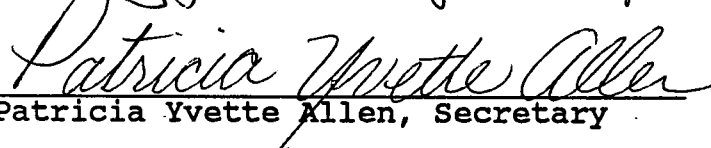
  
Patricia Yvette Allen, Incorporator

DECLARATION

Guy J. Witherspoon, Jr. and Patricia Yvette Allen declare under penalty of perjury under the laws of the State of California that they are the President and Secretary, respectively, of the ASSOCIATED STUDENTS, CALIFORNIA STATE UNIVERSITY, DOMINGUEZ HILLS, the unincorporated association referred to in the Articles of Incorporation to which this declaration is attached, and that said association has duly authorized its incorporation by means of said Articles of Incorporation.

Date November 29, 1989

  
\_\_\_\_\_  
Guy J. Witherspoon, Jr. President

  
\_\_\_\_\_  
Patricia Yvette Allen, Secretary



California State University  
**Dominguez Hills**

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Office of the President • Carson, CA 90747 • (213) 516-3301

November 14, 1989

Office of the Secretary of State  
State of California  
1230 J Street, Suite 209  
Sacramento, California 95814

Re: Incorporation of The Associated Students of  
California State University, Dominguez Hills

To Whom It May Concern:

I hereby authorize the Associated Students organization of  
California State University, Dominguez Hills to incorporate  
using the name of the university.

Sincerely,

A handwritten signature in black ink that reads "Robert C. Detweiler".

Robert C. Detweiler  
President



STATE OF CALIFORNIA

**FRANCHISE TAX BOARD**

P. O. BOX 651

SACRAMENTO, CA 95812-0651

March 19, 1990

In reply refer to  
344:G :RB

ASSOCIATED STUDENTS, CALIFORNIA STATE  
UNIVERSITY, DOMINGUEZ HILLS  
1000 E. VICTORIA ST.  
CARSON CA 90749

Purpose : EDUCATIONAL  
Code Section : 23701d  
Form of Organization : Corporation  
Accounting Period Ending: June 30  
Organization Number :

You are exempt from state franchise or income tax under the section of the Revenue and Taxation Code indicated above.

This decision is based on information you submitted and assumes that your present operations continue unchanged or conform to those proposed in your application. 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.

In the event of a change in relevant statutory, administrative, judicial case law, a change in federal interpretation of federal law in cases where our opinion is based upon such an interpretation, or a change in the material facts or circumstances relating to your application upon which this opinion is based, this opinion may no longer be applicable. It is your responsibility to be aware of these changes should they occur. This paragraph constitutes written advice, other than a chief counsel ruling, within the meaning of Revenue and Taxation Code Section 21012 (a)(2).

You may be required to file Form 199 ( Exempt Organization Annual Information Return) 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 5th month (4 1/2 months) after the close of your annual accounting period.



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ASSOCIATED STUDENTS, CALIFORNIA STATE  
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If the organization is incorporating, this approval will expire unless incorporation is completed with the Secretary of State within 60 days.

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

A copy of this letter has been sent to the Office of the Secretary of State and to the Registry of Charitable Trusts.

A SCOTT  
EXEMPT ORGANIZATION  
GENERAL AUDIT  
Telephone (916) 369-4171

EO :  
cc: J. FRANCIS

COPY