

MAY 10 2012

ARTICLES OF INCORPORATION
OF
SAN DIEGO UNITED LIONS CLUB

I

The name of this corporation is SAN DIEGO UNITED LIONS CLUB.

II

This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the California Nonprofit Public Benefit Corporation Law for public and charitable purposes.

III

The specific purposes for which this corporation is organized are:

- A. To create and foster a spirit of understanding among the peoples of the world;
- B. To promote the principles of good government and good citizenship;
- C. To take an active interest in the civic, cultural, social and moral welfare of the community;
- D. To unite the clubs in the bonds of friendship, good fellowship and mutual understanding;
- E. To provide a forum for the open discussion of all matters of public interest; provided, however, that partisan politics and sectarian religion shall not be debated by club members;
- F. To encourage service-minded people to serve their community without personal financial reward, and to encourage efficiency and promote high ethical standards in commerce, industry, professions, public works and private endeavors; and
- G. Generally to carry out at the San Diego community, the principles and teachings of the International Association of Lions Clubs, a service club organization with whom SAN DIEGO UNITED LIONS CLUB is affiliated.

IV

The SAN DIEGO UNITED LIONS CLUB is chartered by, and under the supervision of, the International Association of Lions Clubs of Oak Brook, Illinois and is governed by the Constitution and By-Laws of said Association.

V

- (a) This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- (b) Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.
- (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, or in opposition to, any candidate for public office.

VI

- (a) 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 person.
- (b) 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 purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

VII

These Articles of Incorporation may be amended as follows:

- A. At any regular or special meeting of the members of the Corporation, at which a quorum is present, by affirmative vote of a majority of the votes represented and voting, providing the Board of Directors has previously approved the amendments.
- B. One-third of the voting power shall constitute a quorum at a meeting of members of the Corporation.
- C. No amendment shall be put to a vote unless written notice thereof stating the proposed amendment shall have been given to each member, by mail, electronic transmission, or personal delivery, at least two weeks prior to the meeting at which the vote on the proposed amendment is to be taken.

VIII

The name and address in the State of California of this corporation's initial agent for service of process are:

Dr. Allen W. Chan
 9871 Carmel Mountain Road, San Diego, California 92129

IX

The name of the existing club, now being incorporated by the filing of these Articles of Incorporation, is SAN DIEGO UNITED LIONS CLUB.

Dated: 5/1/12

Dr. Allen W. Chan
 Dr. Allen W. Chan, Incorporator

DECLARATION

Donna Lee and Lynnda Ratsachak declare under penalty of perjury that they are the Vice President and Secretary, respectively, of SAN DIEGO UNITED LIONS CLUB, the club referred to in the Articles of Incorporation to which this declaration is attached, and that said club has, in accordance with its rules and procedures, duly authorized and approved its incorporation by means of said Articles of Incorporation.

Dated: 5/1/12

Donna M Lee
 Donna Lee, Vice President

Dated: 5/1/12

Lynnda Ratsachak
 Lynnda Ratsachak, Secretary