

STATE OF CALIFORNIA
SECRETARY OF STATE

111 CAPITOL MALL
SACRAMENTO 95814

No. 07716

7/6/77jm

DATE

Pinon Hills Chamber of Commerce
PO Box 90
Pinon Hills, CA 92372
ATTN: L. W. PAULSEN

COUNTY OR STATE

STOCK VALUE

DATE OF INCORPORATION

IF STATEMENT INDICATES BALANCE DUE, DETACH THIS PART AND RETURN WITH REMITTANCE

CORPORATION No. PINON HILLS CHAMBER OF COMMERCE

RE:

AMOUNT CHARGED

| | | | |
|--------------|---|---|------|
| \$65.00 | Filing articles of incorporation stock (including () Certified Copies) | | |
| 15.00 | Filing Articles—Nonprofit (including () Certified Copies) | | |
| 350.00 | Filing Statement and Designation, Foreign Corporation | | |
| 15.00 | Filing Statement and Designation, Nonprofit | | |
| 2.00 | Affixing certificate and seal to copy | | 2 00 |
| 1.00 | Comparing | | |
| 30¢ per page | Making copy | 8 | 2 40 |
| 15.00 X | Filing certificate re amendment articles of incorporation | | |
| 15.00 | Filing document supplementing or amending qualification papers, foreign corporation | | |
| | Filing agreement of merger or consolidation and certificates constituent corporations | | |
| 15.00 | Filing certificate of election to wind and dissolve | | |
| 15.00 | Filing certificate of final dissolution | | |
| 10.00 | Filing application to trademark, and/or service mark, and/or renewal | | |
| 5.00 | Recordation of assignment of trademarks and/or service marks | | |
| 15.00 | Filing designation of agent | | |
| 3.00 | Issuing certificate of filing | | |
| 3.00 | Issuing certificate of good standing | | |
| 3.00 | Issuing certificate of listings re corporate documents | | |
| 5.00 | Filing certified copy of decree changing name | | |
| 2.00 | Certifying to qualification of (officer) | | |
| 5.00 | Attesting commission | | |
| 1.00 | Reproduction statement of officers | | |
| | Special handling | | |
| | Minimum franchise tax prepayment | | |

TOTAL CHARGES 4 40

AMOUNT RECEIVED 4 40

REFUND

BALANCE DUE

No. 07716



State of California

OFFICE OF THE SECRETARY OF STATE



Reproduction Certification

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this

JUL 1 1977



March Fong Eu

Secretary of State

U.S. Department of State MAR 9 1948

FILED

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

MAR 12 1948

FRANK W. JORDAN, Secretary of State
By *Frank W. Jordan*
Assistant Secretary of State

ARTICLES OF INCORPORATION

OF THE

225618

DESERT SPRINGS CHAMBER OF COMMERCE

Under the Laws of the State of California

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, citizens of the State of California, being all of the Directors of the Desert Springs Improvement Association, an existing unincorporated association, now associate ourselves together for the purpose of forming a corporation under Title 12, Part 6, Division First of the Civil Code of the State of California, and we do hereby certify:

to amend articles
Yes
No

ARTICLE I

That the name of the Corporation shall be the DESERT SPRINGS CHAMBER OF COMMERCE.

ARTICLE II

That the purposes for which this corporation is formed are:

1. To advance the economic and social welfare of the community known as DESERT SPRINGS.
2. To buy, purchase, own, hold, acquire, vend, sell, barter, donate, mortgage, encumber, lease, manage and dispose of all kinds of improved and unimproved real estate in the State of California, necessary and requisite to carry out the purposes of this corporation;
3. To construct, build, erect, improve, repair, own, hold, lease, let, manage, vend, sell and dispose of all kinds of buildings on any real estate bought, purchased, owned, held, acquired, vended, sold, bartered, donated, mortgaged, encumbered, leased, managed, and disposed of in the carrying

out of the purposes of this corporation;

4. To borrow money for the corporation as may be necessary and to secure the payment of the same by mortgage or pledge of the property of the corporation, and generally to do and perform all acts and things that may be necessary, convenient, and proper to carry out the objects of the corporation;

5. To do or cause to be done any and all other acts conferred or powers given by the laws of the State of California, suitable and beneficial for the purposes of this corporation;

6. To make contracts, in the scope of the purposes of the business of the proposed corporation and to sue and be sued thereof;

7. To do and transact any and all business and things permitted to be done and/or transacted by the provision of Division 1, Part IV, Title 12, of the Civil Code of the State of California.

That the corporation does not contemplate the distribution of gains, profits or dividends to the members thereof.

ARTICLE III

That the principal office of the transaction of the business of this corporation will be located in the County of San Bernardino, State of California.

ARTICLE IV

(a) The affairs of this corporation shall be conducted by a Board of Directors consisting of five members, and such other ex-officio members as the By-Laws of this corporation may provide for, who shall act in the capacity of directors of

this corporation, and who shall be known as the Board of Directors of the Desert Springs Chamber of Commerce; that the names and addresses of the members of the Board of Directors, who are to act until the election and qualification of their successors as provided for in the By-Laws of this Corporation are as follows:

Nelson A. Frazer, Star Route, Wrightwood, California;
Charles Lyons, Star Route, Wrightwood, California;
Winifred Ellison, Star Route, Wrightwood, California;
Alta Kershner, Wrightwood, California;
Jennie Hunt, Star Route, Wrightwood, California.

(b) Authority is hereby granted to the members of this corporation, entitled to vote, to change from time to time the authorized number of Directors, who are also designated as the Board of Directors of this corporation, by a provision in the By-Laws of this corporation or by a duly adopted amendment thereto.

ARTICLE V

The number of persons who may be members of this corporation and the qualifications of the members or of persons who shall become members may be fixed, limited, or extended by the By-Laws governing this corporation; matters relative to membership, property, voting, rights, and privileges of members and liability of members of the corporation to dues, or assessments and the method of collection thereof not herein set forth, may be set forth in the By-Laws of this corporation.

ARTICLE VI

That the name of the existing unincorporated association which is being incorporated is the Desert Springs Improvement Association.

ARTICLE VII

That this is a membership, non-profit corporation, that there is no capital stock and there are no shares of stock, that this is a corporation which does not contemplate pecuniary gain or profit to the member thereof; that neither the members nor the Board of Directors of this corporation shall be personally liable for the debts, liabilities or obligations of this corporation. That in the event of dissolution, any assets owned by this corporation shall be distributed to the American Red Cross, a non-profit organization.

IN WITNESS WHEREOF, we have hereunto set our hands this *28* day of *February*, 19*48*.

Nelson A. Frazer

President

Alta E. Kerschner

Secretary

STATE OF CALIFORNIA)
COUNTY OF LOS ANGELES) ss

On this *28th* day of *February*, 1948, before me, the undersigned, a Notary Public in and for the County of Los Angeles, State of California, personally appeared Nelson A. Frazer and Alta Kerschner, personally known to me to be the President and Secretary of the Desert Springs Improvement Association, respectively, who subscribed to and acknowledged to me that they executed the foregoing instrument.

WITNESS my hand and official seal.

Bertie Bunker

NOTARY PUBLIC in and for the County and State.

STATE OF CALIFORNIA)
COUNTY OF LOS ANGELES) ss

Nelson A. Frazer and Alta Kerschner, each being

first duly sworn, depose and say:

That they are the President and Secretary respectively of the Desert Spring Improvement Association, a now existing unincorporated association. That said association has duly authorized its incorporation and that the foregoing Articles of Incorporation have been executed by the authority of such association.

Nelson A. Traylor

President

Alta E. Kershner

Secretary

Subscribed and sworn to before
me this 28th day of February, 1948.

Bruce Bode

NOTARY PUBLIC in and for said County and

State.

STATE OF CALIFORNIA



DEPARTMENT OF STATE

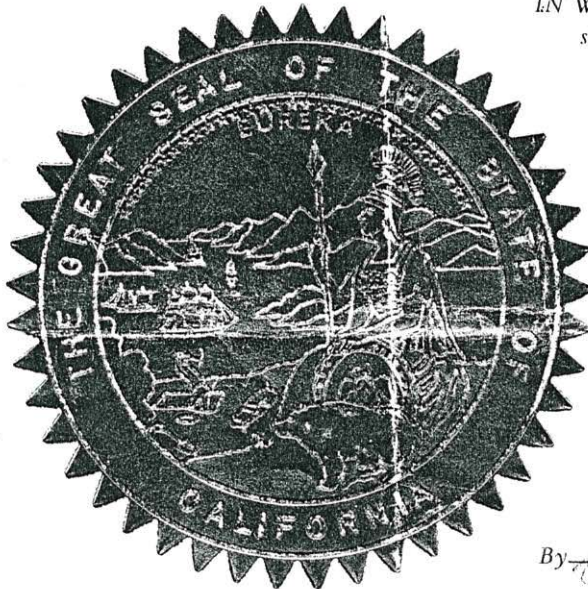
(PHOTOCOPY CERTIFICATION)

I, FRANK M. JORDAN, *Secretary of State of the State of California*, hereby certify:

That the photographic reproduction hereunto annexed was prepared by and in my office from the record on file of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I hereunto
set my hand and affix the Great
Seal of the State of California

this JUL 29 1985



Frank M. Jordan

Secretary of State

By

William S. ...

Assistant Secretary of State

225618

A55061

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

SEP 20 1955
FRANK M. WALKER, Secretary of State
[Signature]
Deputy

CERTIFICATE OF AMENDMENT OF ARTICLES
OF INCORPORATION
OF
DESERT SPRINGS CHAMBER OF COMMERCE

The undersigned, LOUIS M. DAVIS and EDYTHE V. DAVIS, hereby certify that they are the President and Secretary, respectively, of DESERT SPRINGS CHAMBER OF COMMERCE, a California nonstock corporation, and further they do hereby certify as follows:

I

A. That at a special meeting of the Board of Directors held on the 28th day of March, 1961, at 7:30 o'clock p.m. in the Town of Pinon Hills, State of California, the said Board duly adopted the following resolution:

"BE IT RESOLVED: That Article I. of the Articles of Incorporation of this corporation be amended to read as follows:

I

That the name of the corporation shall be PINON HILLS CHAMBER OF COMMERCE."

B. That at a regular meeting of the members of the corporation held on the 27th day of May, 1961, at 7:30 o'clock P.M. at Desert Springs Chamber of Commerce building, in the Town of Pinon Hills, California, the amendment to the Articles of Incorporation was adopted, ratified and approved by a resolution identical in form to the directors' resolution hereinabove set forth.

C. That the number of members voting in favor of said resolution was 73 members, and that the total number of votes entitled to be cast for or consent to the amendment was 80.

D. That the number of members constituting a quorum is Nine (9) members.

A. That at a special meeting of the Board of Directors held on the 10th day of July, 1964, at the hour of 7:45 p.m. in the Town of Pinon Hills, State of California, the said Board duly adopted the following resolution:

"BE IT RESOLVED: That the last part of Article VII of the Articles of Incorporation, which now reads:

'That in the event of dissolution, any assets owned by this corporation shall be distributed to the American Red Cross, a non-profit organization.'

shall be amended to read as follows:

That in the event of the dissolution, any assets owned by this corporation shall be distributed to the now known Town of City of Pinon Hills, California, to be used as a community building and operated as a non-profit organization, governed and administered by a five man or woman board of directors elected by the community, and operated as a non-profit organization, administered by the latest copy of Roberts Rules of Order."

B. That at a regular meeting of the members of the corporation held on the 29th day of August, 1964, at the hour of 7:40 o'clock p.m. at Desert Springs Chamber of Commerce Building, in the Town of Pinon Hills, California, the amendment to the Articles of Incorporation was adopted, ratified and approved by a resolution identical in form to the directors' resolution hereinabove set forth.

C. That the number of members voting in favor of said

resolution was 40 members, and that the total number of votes entitled to be cast for or consent to the amendment was 76.

D. That the number of members constituting a quorum is Nine (9) members.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Amendment this 31st day of August, 1965.

I declare under penalty of perjury the foregoing to be true and correct. Executed at Finon Hills, California August 27, 1965.

Louis M. Davis
Louis M. Davis, President

Edythe V. Davis
Edythe V. Davis, Secretary