



State of California
Secretary of State

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) is a full, true and correct copy of the original record in the custody of this office.



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

APR 15 2010

A handwritten signature in black ink that reads "Debra Bowen".

DEBRA BOWEN
Secretary of State

ARTICLES OF INCORPORATION**MAR 24 2010****OF****FRIENDS OF ALICE BIRNEY ELEMENTARY SCHOOL**

ONE: The name of this corporation is: FRIENDS OF ALICE BIRNEY ELEMENTARY SCHOOL.

TWO: (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 public and charitable purposes.

(b) The specific and primary purpose for which this corporation is formed is (i) to be a supporting organization operated in connection with the Alice Birney Elementary School, an International Studies Magnet School, part of San Diego Unified School District and (ii) to maintain a close and continuous working relationship with the principal of Alice Birney Elementary School to develop and conduct programs and projects, and to provide funds for the instruction, education, programs and materials designed to benefit the children enrolled at the Alice Birney Elementary School.

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

Amanda Hammond-Williams
4345 Campus Avenue
San Diego, California 92103

FOUR: (a) This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.


(b) Notwithstanding any other provision 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 purposes of this corporation, and this 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 of 1986 or the corresponding provision of any future United States internal revenue law, or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States internal revenue law.

- (c) No substantial part of the activities of this corporation shall consist of lobbying or propaganda, or otherwise attempting to influence legislation, except as provided in Section 501(h) of the Internal Revenue Code of 1986, and this corporation shall not participate in or intervene in (including publishing or distributing statements) any political campaign on behalf of or in opposition to any candidate for public office.

FIVE:

- (a) All corporate property is irrevocably dedicated to the charitable purposes set forth in Article TWO above. No part of the net earnings or assets of this corporation shall ever inure to the benefit of any of its directors, trustees, officers or members, or to the benefit of any private person.
- (b) On the winding up and dissolution of this corporation, after paying or adequately providing for the debts, obligations, and liabilities of this corporation, the remaining assets of this corporation shall be distributed to a nonprofit fund, foundation or corporation selected and designated by the board of directors of this corporation, which is organized and operated exclusively for charitable purposes like those set forth in Article TWO above and which has established and maintained its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States internal revenue law and under Section 23701d of the California Revenue and Taxation Code or the corresponding provision of any future California revenue and tax law.

Dated: 3-22-10



Rebecca P. Jones, Incorporator

