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ENDORSED  
FILED

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

MAY 22 1996

  
BILL JONES, Secretary of State

ARTICLES OF INCORPORATION  
OF  
COLLEGE AREA ECONOMIC DEVELOPMENT CORPORATION

**ONE:** The name of this corporation is COLLEGE AREA ECONOMIC DEVELOPMENT CORPORATION.

**TWO:** 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. The specific purposes for which this corporation is organized are as follows:

- A) To bring about the revitalization of the College area of the City of San Diego and its surrounds.
- B) To bring about the investment of private and public capital within College area and its surrounds for public benefit and charitable purposes.
- C) To bring about the increased provision of quality public improvements and educational, cultural, artistic, charitable, and social services within College area and its surrounds for the public benefit and charitable purposes.
- D) To bring about the increased economic well being of residents, employees, and businesses within College area and its surrounds.
- E) To promote business improvement within the College area and community through activities which contribute to the economic and promotional well-being of the College Area. Promotion of business includes, but is not limited to, those activities set out in the California Parking and Business Improvement Law and

its successors which are; general promotion of business activities in the area, the acquisition, construction or maintenance of parking facilities for the benefit of the area, decoration of any public places in the area, and furnishing of music in any public place in the area. Business improvements also include any other related activities which will directly improve the economic prosperity of business within College area.

**THREE:** The name and address in the State of California of this corporation's initial agent for service of process is Mrs. Alice Quincey, 6363 El Cajon Blvd., Suite 201, San Diego, California, 92115

**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, 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.

**FIVE:** The names and addresses of the persons appointed to act as the initial Directors of this corporation are:

Name	Address		
Matthew Chipps	5131 College Avenue	San Diego, CA.	92115
Sharon Ou	5131 College Avenue	San Diego, CA.	92115
Jackie Maloney	6010 El Cajon Blvd.	San Diego, CA.	92115
Rich Horowitz	6130 El Cajon Blvd.	San Diego, CA.	92115
Mike Habib	6991 El Cajon Blvd.	San Diego, CA.	92115
Alice Quincey	6363 El Cajon Blvd.	San Diego, CA.	92115
Beth Penick	4651 College Avenue	San Diego, CA.	92115
Gary Kennedy	7281 El Cajon Blvd.	San Diego, CA.	92115
Joseph Faulk	6145 El Cajon Blvd.	San Diego, CA.	92115
Christine Van Spronson	5653 El Cajon Blvd.	San Diego, CA.	92115
Fred Lindblom	5532 El Cajon Blvd.	San Diego, CA.	92115

SIX: The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of the organization shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person.

On 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.

Date: \_\_\_\_\_

Matthew Chipps  
Matthew Chipps, Director  
Sharon Ou  
Sharon Ou, Director  
Jackie Maloney  
Jackie Maloney, Director  
Rich Horowitz  
Rich Horowitz, Director  
Mike Habib  
Mike Habib, Director  
Alice Quincey  
Alice Quincey, Director

Beth A. Penick  
Beth Penick, Director  
Gary Kennedy  
Gary Kennedy, Director  
Joseph Faulk  
Joseph Faulk, Director  
Christine Van Spronson  
Christine Van Spronson, Director  
Fred Lindblom  
Fred Lindblom, Director

We, the above-mentioned initial directors of this corporation, hereby declare that we are the persons who executed the foregoing Articles of Incorporation, which execution is our act and deed.

Matthew Chipps  
Matthew Chipps, Director  
Sharon Ou  
Sharon Ou, Director  
Jackie Maloney  
Jackie Maloney, Director  
Rich Horowitz  
Rich Horowitz, Director  
Mike Habib  
Mike Habib, Director  
Alice Quincey  
Alice Quincey, Director

Beth A. Penick  
Beth Penick, Director  
Gary Kennedy  
Gary Kennedy, Director  
Joseph Faulk  
Joseph Faulk, Director  
Christine Van Spronson  
Christine Van Spronson, Director  
Fred Lindblom  
Fred Lindblom, Director