

Articles of Incorporation

Scorpion Athletic Booster Club, Inc.

The undersigned, a citizen of the United States, desiring to form a California Non-Profit Corporation, does hereby certify:

I

The name of the Corporation is Scorpion Athletic Booster Club, Inc.

II

- 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.
- B.** The specific purpose of this Corporation is to raise funds for and provide financial assistance to the Athletic Department of Adolfo Camarillo High School (ACHS), a California Public High School. Through the Athletic Department, this Corporation will support ACHS athletic programs and facility improvements in order to promote student participation in interscholastic sports. The goal of this support is to promote physical fitness, a strong work ethic, and the values of citizenship, responsibility, commitment, sportsmanship, and teamwork in ACHS student athletes to encourage their growth into successful young adults in our community.

III

- A.** The name and address in the State of California of this Corporation's initial agent for service of process is:
Name: William J. Meier, Jr.
Address: 5368 Plata Rosa Court
City: Camarillo State: California Zip Code: 93012
- B.** The principal office of the Corporation is to be located in the City of Camarillo, County of Ventura, and State of California.

IV

- A.** This Corporation is organized and shall be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. Such operation includes, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- B.** No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

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- C. 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

V

- 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, or be distributable to any director, officer, trustee, 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, 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.
- C. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.
- D. Notwithstanding any other provision of these articles, the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Articles II and IV (A) hereof.

In witness whereof, I have hereunto subscribed my name this Second day of May 2011.

William J. Meier, Jr., Incorporator