



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

MAR 17 2010

Debra Bowen

DEBRA BOWEN
Secretary of State

ARTICLES OF INCORPORATION

MAR - 2 2010

OF

**SANTA ANA PUBLIC SCHOOLS FOUNDATION
A California Nonprofit Public Benefit Corporation**

ARTICLE I

NAME

The name of this corporation is: Santa Ana Public Schools Foundation.

ARTICLE II

CORPORATE STATUS

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. The corporation is organized and operated exclusively for religious, charitable, scientific testing for public safety, literary, or educational purposes, to foster national or international amateur sports competition (but only if no part of its activities involve the provision of athletic facilities or equipment), and the prevention of cruelty to children or animals within the meaning of section 501(c)(3) of the Internal Revenue Code and section 23701 (d) of the California Revenue and Taxation Code.

The specific purpose of this corporation is to benefit the Santa Ana Unified School District ("District") by:

- (1) Establishing and supporting programs and activities within the District which maximize academic achievement and enrichment for students of the District;
- (2) Supporting, conducting and sustaining programs in the performing and creative arts within the District to benefit students of the District;
- (3) Supporting and sustaining programs that promote the healthy development of our youth, including physical, mental, emotional and safety aspects;
- (4) Strengthening and supporting collaborations and partnerships among the District, businesses, foundations and families to serve the Santa Ana community;
- (5) Raising funds and providing scholarships to assist students and former students of the District to enable them to pursue post-secondary education; and
- (6) Assisting and supporting the District in the attainment of its educational, cultural, scientific, English language development and technological goals and in fulfilling its role in serving students, parents and the community of which it is a part.

Such activities are within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States internal revenue law. 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 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 of 1986 or the corresponding provision of any future United States internal revenue law, or (b) 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.

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 or the corresponding provision of any future United States internal revenue law, 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, except as provided in Section 501(h) of the Internal Revenue Code or the corresponding provision of any future United States internal revenue law.

ARTICLE III

INITIAL AGENT FOR SERVICE OF PROCESS

The name of the initial agent of this corporation for service of process is:

Jane A. Russo
1601 East Chestnut Avenue
Santa Ana, California 92701

ARTICLE IV

IRREVOCABLE DEDICATION AND DISSOLUTION

The property of this corporation is irrevocably dedicated to public and 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. On the winding up and dissolution of this corporation, after paying or adequately providing for the debts, obligations, and liabilities of the corporation, the remaining assets of this corporation shall be distributed to either (i) such organization organized and operated exclusively for educational purposes, which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or (ii) a state or political subdivision of a state of the United States to be used exclusively for public purposes. That organization shall be the Santa Ana Unified School District if it qualifies as a distributee under this Article IV.

Sharon Woodard
Sharon Woodard, Incorporator

