

ARTICLES OF INCORPORATION OF

LAGUNA BEACH SCHOOLS
PERFORMING ARTS BOOSTERS
A California Nonprofit Public Benefit Corporation

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

JUL 28 2004

KEVIN SHELLEY
Secretary of State

ARTICLE I

The name of the corporation is LAGUNA BEACH SCHOOLS PERFORMING ARTS BOOSTERS.

ARTICLE II

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's initial purpose shall include, but shall not be limited to, supporting the performing arts in the Laguna Beach Schools.

This corporation is organized exclusively for charitable and educational purposes within the meaning of Internal Revenue Code section 501(c)(3) or the corresponding provision of any future United States internal revenue law. Despite any other provision in these articles, the corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that do not further the purposes of this corporation, and the corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Internal Revenue Code section 501(c)(3) or the corresponding provision of any future United States internal revenue law, or (b) a corporation, contributions to which are deductible under Internal Revenue Code section 170(c)(2) or the corresponding provision of any future United States internal revenue law.

ARTICLE III

The name and California address of the corporation's initial agent for service of process is Theresa O'Hare, 625 Park Avenue, Laguna Beach, CA 92651.

ARTICLE IV

(a) 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 Internal Revenue Code section 501(h); this corporation shall not participate or intervene in (including publishing or distributing statements) any political campaign on behalf of any candidate for public office.

(b) All corporate property is irrevocably dedicated to the purposes set forth in Article I. No part of the net earnings of this corporation shall inure to the benefit of any of its

directors, trustees, officers, private shareholders or members, or to individuals.

(c) 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 such organization (or organizations) organized and operated exclusively for charitable and educational purposes, which has established its tax-exempt status under Internal Revenue Code section 501(c)(3) (or corresponding provisions of any future federal internal revenue law) and which has established its tax-exempt status under Revenue and Taxation Code section 23701d (or the corresponding section of any future California revenue and tax law).

(d) The corporation will distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Internal Revenue Code section 4942 or by corresponding provisions of any later federal tax laws.

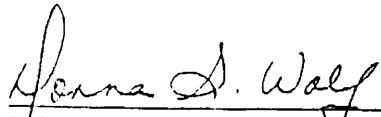
(e) The corporation will not engage in any act of self-dealing as defined in Internal Revenue Code section 4941(d) or in corresponding provisions of any later federal tax laws.

(f) The corporation will not retain any excess business holdings as defined in Internal Revenue Code section 4943(c) or in corresponding provisions of any later federal tax laws.

(g) The corporation will not make investments in a manner that would subject it to tax under Internal Revenue Code section 4944 or under corresponding provisions of any later federal tax laws.

(h) The corporation will not make any taxable expenditures as defined in Internal Revenue Code section 4945(d) or in corresponding provisions of any later federal tax laws.

Date: July 28, 2004



DONNA S. WOLF, Incorporator