

1967530

A0751196

Certificate of Amendment
of Articles of Incorporation

FILED *SM*
Secretary of State
State of California *BSM*

" JAN 30 2014


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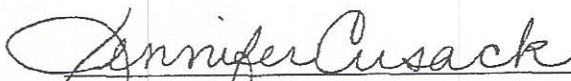
The undersigned certify that:

1. They are the **president** and the **secretary**, respectively, of Basin Wide Foundation, a California corporation.
2. Article VI(a) of the Articles of Incorporation of this corporation is amended as follows:
 - (a) 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 insure to the benefit of any director, officer, or member thereof, or to the benefit of any private persons;
3. The foregoing amendment of Articles of Incorporation has been duly approved by the board of directors.
4. The foregoing amendment of Articles of Incorporation has been duly approved by the required vote of the members.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: January 14, 2014


Cindy Melland, President


Jennifer Cusack, Secretary

R0024739

FILED
in the Office of the Secretary of State
of the State of California

JAN 22 2002

Bill Jones
BILL JONES, Secretary of State

**RESIGNATION OF AGENT UPON
WHOM PROCESS MAY BE SERVED**

Please take notice that the undersigned hereby resigns as agent upon whom process may be

served in California for C1967530
(Corporate Number)

BASIN WIDE FOUNDATION
(Corporate Name)

a corporation organized under the laws of the State of CALIFORNIA

STEVEN G. FRAZER
(Typed or Printed Name of Agent Resigning)

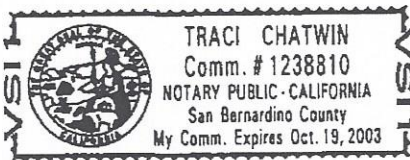
Steven G. Frazer
(Signature of Agent Resigning)

STATE OF CALIFORNIA

COUNTY OF SAN BERNARDINO

On JANUARY 15, 2002 before me, TRACI CHATWIN
(Date) (Notary Public)

personally appeared STEVEN G. FRAZER personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.



WITNESS my hand and official seal.

Traci Chatwin
(Signature of Notary Public)

EC/IRC/A

WCTO

A0573248

1967530

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

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

NOV 08 2001

BILL JONES, Secretary of State

The undersigned certify that:

1. They are the president and the secretary, respectively, of Yucca Valley Foundation, a California corporation.

2. Article I. Name of the Articles of Incorporation of this corporation is amended to read as follows:

I. NAME

The name of the corporation is Basin Wide Foundation.

3. The foregoing amendment of Articles of Incorporation has been duly approved by the board of directors.

4. The foregoing amendment of Articles of Incorporation has been duly approved by the required vote of the members.

We further declare under penalty of perjury under the law of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: 30 October 2001

Cary Harwin, President

Jerry Mattos, Secretary

1967530

FILED *ly*
in the office of the Secretary of State
of the State of California

APR 25 1996

Bill Jones
BILL JONES, Secretary of State

ARTICLES OF INCORPORATION
OF
YUCCA VALLEY FOUNDATION

I. NAME

The name of the corporation is YUCCA VALLEY FOUNDATION.

II. PURPOSES

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 public and charitable purposes of the corporation are to: (1) stimulate and encourage development, redevelopment, or renewal in the community of Yucca Valley; (2) stimulate and develop other inner inner city, local, regional or community benefit activities; and (3) provide gifts, grants, or loans to other public or charitable organizations.

III. INITIAL AGENT FOR SERVICE OF PROCESS

The name of the initial agent of the corporation for service of process is: Steven G. Frazer, EA, 55898 29 Palms Hwy., Ste A, Yucca Valley, CA 92284.

IV. BYLAW PROVISIONS

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

(b) 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 any candidate for office.

U. TRUST FUNDS

The Corporation may establish one or more common trust funds for the purpose of furnishing investments to it or to any funds held by the Corporation in a fiduciary capacity. It shall be lawful for the Corporation to invest any or all of its funds or property in shares or interests of such common trust fund or trust funds; provided, that, in the case of funds or property held as fiduciary, such investment is not prohibited by the wording of the will, deed, or other instrument creating such fiduciary relationship.

VI. DEDICATION AND DISSOLUTION

(a) The property of this corporation is irrevocably dedicated to public and charitable purposes and no part of the net income or assets of this organization shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private persons;

(b) 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 Internal Revenue Code Section 501 (c)(3).

IN WITNESS WHEREOF, the undersigned, being the Incorporators of Yucca Valley Foundation, have executed these Articles of Incorporation on January 3, 1996

INCORPORATORS

James H. Boyle ✓
(Name), Incorporator James H. Boyle

Robert M. Thacher ✓
(Name), Incorporator Robert M. Thacher

Jack Brashier
(Name), Incorporator Jack Brashier



STATE OF CALIFORNIA

FRANCHISE TAX BOARD

P.O. BOX 1286
RANCHO CORDOVA, CA. 95741-1286

April 25, 1996

In reply refer to
340:G :PTS

YUCCA VALLEY FOUNDATION
C/O STEVEN G. FRAZER
55898 29 PALMS HWY., #A
YUCCA VALLEY CA 92284-0000

Purpose : CHARITABLE
Code Section : 23701d
Form of Organization : Corporation
Accounting Period Ending: May 31

You are exempt from state franchise or income tax under the section of the Revenue and Taxation Code indicated above.

This decision is based on information you submitted and assumes that your present operations continue unchanged or conform to those proposed in your application. Any change in operation, character, or purpose of the organization must be reported immediately to this office so that we may determine the effect on your exempt status. Any change of name or address also must be reported.

In the event of a change in relevant statutory, administrative, judicial case law, a change in federal interpretation of federal law in cases where our opinion is based upon such an interpretation, or a change in the material facts or circumstances relating to your application upon which this opinion is based, this opinion may no longer be applicable. It is your responsibility to be aware of these changes should they occur. This paragraph constitutes written advice, other than a chief counsel ruling, within the meaning of Revenue and Taxation Code Section 21012 (a)(2).

You may be required to file Form 199 (Exempt Organization Annual Information Return) on or before the 15th day of the 5th month (4 1/2 months) after the close of your accounting period. See annual instructions with forms for requirements.

You are not required to file state franchise or income tax returns unless you have income subject to the unrelated business income tax under Section 23731 of the Code. In this event, you are required to file Form 109 (Exempt Organization Business Income Tax Return) by the 15th day of the 5th month (4 1/2 months) after the close of your

April 25, 1996
YUCCA VALLEY FOUNDATION
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annual accounting period.

If the organization is incorporating, this approval will expire unless incorporation is completed with the Secretary of State within 60 days.

Exemption from federal income or other taxes and other state taxes requires separate applications.

A copy of this letter has been sent to the Office of the Secretary of State and to the Registry of Charitable Trusts.

P SHEK
EXEMPT ORGANIZATION UNIT
CORPORATION AUDIT SECTION
Telephone (916) 845-4171

EO :
cc: SECRETARY OF STATE
REGISTRY OF CHARITABLE TRUSTS

COPY