

State of California



SECRETARY OF STATE

I, *Kevin Shelley*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

Kevin Shelley
Secretary of State

MAY 27 2004

J. T. CHERRY
Secretary of State

**ARTICLES OF INCORPORATION
OF
COMMUNITY CENTER OF PALOMAR MOUNTAIN, INC.
A California Nonprofit Public Benefit Corporation**

One: The name of this corporation is "COMMUNITY CENTER OF PALOMAR MOUNTAIN, INC."

Two: 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. This corporation is organized exclusively for social welfare purposes within the meaning of Internal Revenue Code Section 501(c)(4) or the corresponding provision of any future United States internal revenue law. The specific purposes of this corporation are to serve the property owners, both resident and non-resident, renters, and other persons resident or visitor in the provision of a building for use as a place for meetings, library, social events, emergency refuge, recreation, and other activities related to the common good and general welfare of the community of Palomar Mountain.

C. 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) 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.

Three: The name and address in this state of the corporation's initial agent for service of legal process is:

Earl L. Walls
21840 East Grade Road
P. O. Box 91
Palomar Mountain, CA 92060

ACTION BY INCORPORATOR

OF

COMMUNITY CENTER OF PALOMAR MOUNTAIN, INC.

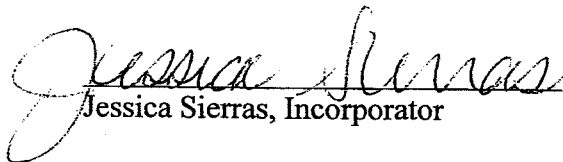
Pursuant to Section 210 of the California General Corporation Law, the undersigned, being the incorporator of COMMUNITY CENTER OF PALOMAR MOUNTAIN, INC., a California corporation, does hereby adopt the following resolution:

Election of Directors.

RESOLVED, that the following persons be, and they hereby are, elected as the directors of the corporation, each to serve until the next annual meeting of shareholders and until his or her successor has been duly elected and qualified:

Earl L. Walls

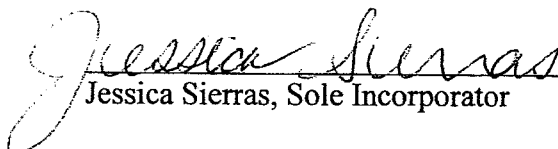
Dated: May 27, 2004


Jessica Sierras, Incorporator

RESIGNATION OF INCORPORATOR

I, the undersigned, being the Sole Incorporator of COMMUNITY CENTER OF PALOMAR MOUNTAIN, INC., a California corporation incorporated on May 27, 2004, do hereby tender my resignation as Sole Incorporator of the Corporation, effective immediately.

Dated: May 27, 2004

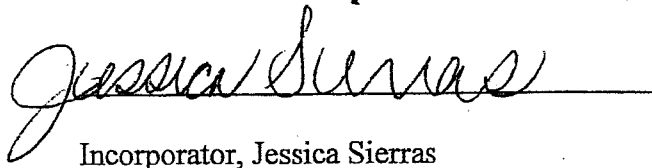

Jessica Sierras, Sole Incorporator

Four: 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 or in opposition to any candidate for public office.

B. All corporate property is irrevocably dedicated to the purposes set forth in Article Two. 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, literary, or educational purposes, or for the prevention of cruelty to children or animals, which has established its tax-exempt status under Internal Revenue Code Section 501(c), or the corresponding provision of any future United States internal revenue law. Under such a situation, the Palomar Mountain Volunteer Fire Department (PMVFD), if still in existence and so qualified, shall take precedence.

Dated: May 27, 2004.


Incorporator, Jessica Sierras