

ARTICLES OF INCORPORATION

OF

LA JOLLANS, INC.

FILED

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

APR 27 1964

FRANK M. JORDAN, Secretary of State

[Signature]
Deputy

FIRST: The name of this corporation shall be:

LA JOLLANS, INC.

SECOND: The purposes for which this corporation is formed are:

(a) The specific and primary purposes for which this corporation is formed are to protect, improve, beautify and develop the areas of the Community of La Jolla devoted to retail and other business uses, and to make economic studies and carry out physical programs and changes in land use designed to accomplish these purposes;

(b) The general purposes for which this corporation is formed are to foster, stimulate and encourage the growth, enlargement and success of business, financial and professional enterprises and activities in La Jolla and to maintain and increase property values; to consider and study common problems of parking, public and private transportation, use and development of streets and highways and construction and development of public facilities; and to do everything necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objectives herein enumerated; provided that no part of the net earnings of this corporation shall inure to the benefit of any private member or individual.

THIRD: This corporation is organized pursuant to the provisions of the General Non-profit Corporation Law of the State of California, Part 1, Division 2 of Title 1 of the Corporations Code of the State of California.

Domestic non-profit

Restriction of right to amend articles

No

Yes

FOURTH: The county in the State of California where the principal office for the transaction of the business of the corporation is to be located is San Diego.

FIFTH: No member of this corporation shall have any interest in its property, assets or earnings. In the event of dissolution of this corporation, after adequate provision has been made for the payment of its debts and liabilities, all of its remaining assets shall be distributed to the income tax exempt organization or organizations, the purposes and goals of which are determined by the Board of Trustees to be most similar to those of this corporation.

Subject to the foregoing, the authorized number and qualifications of the members of this corporation, the different classes of membership, if any, the voting and other rights and privileges of the members, and their liability to dues and assessments and the method of collection thereof shall be set forth in the By-Laws of the corporation, unless and until such matters are set forth in an amendment to these Articles of Incorporation provided, however, that not more than one membership may be issued to any one member.

SIXTH: The By-Laws of this corporation shall be adopted by the Trustees or members of this corporation and may thereafter be amended or repealed by any means provided in the By-Laws, excepting that a By-Law fixing or changing the number of trustees may not be adopted, amended or repealed without the vote or written assent of members entitled to exercise a majority of the voting power, or the vote of a majority of a quorum at a meeting of members duly called pursuant to these Articles of Incorporation or the By-Laws of the corporation, and the By-Laws may be amended or repealed in any other manner provided in the By-Laws. The number of Trustees may also be changed by an amendment to these Articles of Incorporation.

SEVENTH: The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors and who shall be and are herein called trustees are:

<u>NAME</u>	<u>ADDRESS</u>
GEORGE R. HENDERSON	7914 St. Louis Terrace La Jolla, California
VERNON H. GASTON	2477 Avenida de la Playa La Jolla, California
F. SETH BROWN	8217 La Jolla Shores Drive La Jolla, California
TIM SELLEW	2742 Bordeaux Avenue La Jolla, California
KARL M. ZOBELL	6127 Beaumont Avenue La Jolla, California
STEPHEN L. NEWNHAM	5836 Dirac Street San Diego 22, California
JOANNE M. PERDUE	4685 Mission Boulevard San Diego 9, California
MARIE F. BORUS	5620 Beaumont Avenue La Jolla, California
MARILYN R. JOYNT	1049 Felspar San Diego 9, California
SUSANNE M. SWINKO	4582 Edgeware Road San Diego, California
BERNADETTE M. BEARD	4165 34th Street San Diego, California
BERNICE E. AHLERS	3820 Rojo Tierra Road Lemon Grove, California
DONNA M. ROSE	4519 Cannington Drive San Diego, California
MARY ANN BROCKMAN	4549 Florida Street San Diego, California
IRENE M. BERDEEN	4460 Dayton San Diego, California

IN WITNESS WHEREOF, the undersigned and above-named persons who are to act in the capacity of incorporators, first directors and first trustees of the corporation have executed

these Articles of Incorporation this 23rd day of April, 1964.

George R. Henderson

George R. Henderson

Vernon H. Gaston

Vernon H. Gaston

F. Seth Brown

F. Seth Brown

Tim Sellew

Tim Sellew

Karl M. ZoBell

Karl M. ZoBell

Stephen L. Newnham

Stephen L. Newnham

Joanne M. Perdue

Joanne M. Perdue

Marie F. Borus

Marie F. Borus

Marilyn R. Joynt

Marilyn R. Joynt

Susanne M. Swinko

Susanne M. Swinko

Bernadette M. Beard

Bernadette M. Beard

Bernice E. Ahlers

Bernice E. Ahlers

Donna M. Rose

Donna M. Rose

Mary Ann Brockman

Mary Ann Brockman

Irene M. Berdeen

Irene M. Berdeen

STATE OF CALIFORNIA }
COUNTY OF SAN DIEGO } ss

On this 23rd day of April, 1964, before me the undersigned, a Notary Public in and for said County and State, personally appeared GEORGE R. HENDERSON, VERNON H. GASTON, F. SETH BROWN, TIM SELLEW, KARL M. ZOBELL, STEPHEN L. NEWNHAM, JOANNE M. PERDUE, MARIE F. BORUS and MARILYN R. JOYNT, known to me to be persons whose names are subscribed to the foregoing Articles of Incorporation, and acknowledged to me that they executed the same.

WITNESS my hand and official seal the day and year in this certificate first above written.

Kathryn G. Linder
Notary Public in and for said
County and State

OFFICIAL SEAL



STATE OF CALIFORNIA }
COUNTY OF SAN DIEGO } ss

My Commission Expires September 6, 1965

On this 23rd day of April, 1964, before me the undersigned, a Notary Public in and for said County and State, personally appeared SUSANNE M. SWINKO, BERNADETTE M. BEARD, BERNICE E. AHLERS, DONNA M. ROSE, MARY ANN BRCKMAN and IRENE M. BERDEEN, known to me to be persons whose names are subscribed to the foregoing Articles of Incorporation, and acknowledged to me that they executed the same.

WITNESS my hand and official seal the day and year in this certificate first above written.



Janet Paschall
Notary Public in and for said
County and State

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

APR - 6 1992

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MARCH FONG EU, Secretary of State

CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION

David J. Abrams and Mercer Richard Smith certify that:

1. They are the president and the secretary, respectively,
of LA JOLLANS, INC., a California corporation.

2. Article FIRST of the articles of incorporation of this
corporation is amended to read as follows:

"The name of this corporation shall be:
LA JOLLA COMMUNITY PLANNING ASSOCIATION."

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 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: April 1, 1992

David J. Abrams
David J. Abrams, President

Mercer Richard Smith
Mercer Richard Smith, Secretary