

1853341 ENDORSED
FILED

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

FEB 24 1993

MARCH FONG EU, Secretary of State

ARTICLES OF INCORPORATION
OF
THE HAVEN GALLERY

I. NAME

The name of the corporation is THE HAVEN GALLERY.

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 purposes. The public purposes of the corporation are to operate a nonprofit organization for the advancement of minority and local artists in the visual and performing arts. This association shall not, except to an insubstantial degree, engage in

any activities that are not in furtherance of the primary purposes of the association. This organization is organized exclusively for charitable purposes within the meaning section 501 (c) (3) of the Internal Revenue Code.

III. INITIAL AGENT FOR SERVICE OF PROCESS

The name of the initial agent of the corporation for service of process is KENNETH GREGORY BENCOMO whose complete business address is 296 West 2nd St., Pomona, CA. 91766.

IV. BYLAW PROVISIONS

(a) Directors. The manner in which Directors shall be chosen and removed from office, their qualifications, powers, duties, compensation, and tenure of office, the manner of filling vacancies on the Board, and the manner of calling and holding meetings of Directors, shall be as stated in the Bylaws.

(b) Members. The authorized number, if any, and qualifications of members of the corporation, the filing of vacancies, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability to dues and assessments and the method of collection, and the termination and transfer of membership shall be as stated in the Bylaws.

V. DEDICATION AND DISSOLUTION

l (a) The property of this corporation is irrevocably dedi-
cated to charitable purposes and no part of the net income or
l 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.

l On the dissolution or winding up of the corporation, its
l assets remaining after payment of, or provision for payment of,
all debts and liabilities of this corporation shall be distribut-
l ed 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 Reve-
l nue Code Section 501 (c) (3).

l (c) If this corporation holds any assets on trust, or the
corporation is formed for charitable purposes, such assets shall
be disposed of in such manner as may be directed by decree of the
l Superior Court of the county in which the corporation has its
principal office, on petition therefore by the Attorney General
or by any person concerned in the liquidation, in a proceeding to
l which the Attorney General is a party.

l VI. STATEMENT OF NONPARTICIPATION

l No substantial part of the activities of this corporation
shall consist of carrying on propaganda, or otherwise attempting
l to influence legislation, and the corporation shall not partici-
pate or intervene in any political campaign (including the pub-
l lishing or distribution of statements) on behalf of any candidate



for public office.

VII.

Notwithstanding any other provision of these articles, 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 State 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 corresponding provision of any future United States Internal Revenue law).

Dated: 10-20-92

INCORPORATORS


KENNETH GREGORY BENCOMO

EDWARD-UHE TESSIER

DECLARATION

We are the persons whose names are subscribed below. We collectively are all of the incorporators of THE HAVEN GALLERY, and we have executed these Articles of Incorporation. The foregoing Articles of Incorporation are our act and deed, joint and severally.

Executed on October 20, 1992 at Pomona, California.

We, and each of us, declare that the foregoing is true and correct.

Kenneth Gregory Bencomo
KENNETH GREGORY BENCOMO

Edward-Uhl Tessier
EDWARD-UHL TESSIER