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Secretary of State
State of California

JUN 08 2016

RESTATED ARTICLES
OF
ARTICLES OF INCORPORATION
OF

ASSOCIATED STUDENTS OF CALIFORNIA STATE UNIVERSITY, SACRAMENTO
A California Nonprofit Public Benefit Corporation

The undersigned, Melissa Bardo and Maria Kagianas, hereby certify that:

1. We are the duly elected and acting President and Secretary, respectively, of Associated Students of California State University, Sacramento, a California nonprofit public benefit corporation (the "Corporation");
2. The Articles of Incorporation of this corporation are amended and restated to read as follows:

"ARTICLE I
Name

The name of this corporation is the ASSOCIATED STUDENTS OF CALIFORNIA STATE UNIVERSITY, SACRAMENTO.

ARTICLE II
Purposes and Powers

- 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 formed for the specific and primary purposes of advancing the welfare of the Associated Students of California State University, Sacramento and for the common interests of its students. This Corporation shall never operate for the primary purpose of carrying on a trade or business for profit, and does not contemplate the distribution of gains, profits, or dividends to the members thereof.
- C. This Corporation shall have all the benefits, privileges, rights and powers created, given, extended, or conferred upon nonprofit corporations by the provisions of the California Nonprofit Public Benefit Corporation Law, all other applicable laws and any additions or amendments thereto.
- D. This Corporation elects to be governed by all the provisions of the new law not otherwise applicable to it under Part 5 of Division 2 of Title 1 of the California Corporations Code.

ARTICLE III
Conformity with Regulations

This Corporation shall conduct its operations in conformity with regulations established by the Board of Trustees and/or Chancellor of the California State University as required by the Education Code, Section 89900(c) and it shall be operated as an integral part of the California Code of Regulations Title 5, Section 42401.

ARTICLE IV
Exempt Status and Limitations on Activities

A. This Corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

B. No substantial part of the activities of this Corporation shall consist of the carrying on of propaganda, or otherwise attempting to influence legislation, and this Corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

C. Notwithstanding any other provision of these Articles, this Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

ARTICLE V
Directors

The manner in which directors shall be chosen and removed from office, their qualifications, powers, duties, compensation, 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.

ARTICLE VI
Members

The qualifications of members of this Corporation, the different classes of membership, if any, the property, voting, and other rights and privileges of members, shall be as stated in the Bylaws.

ARTICLE VII
Dedication and Dissolution

Upon dissolution of this Corporation, net assets other than trust funds shall be distributed to one or more nonprofit public benefit corporations organized and operated for the benefit of the California State University, Sacramento, or the students, or the

students and faculty of the California State University, Sacramento. The successor corporation or corporations shall be selected by the Board of Directors of this Corporation, and approved by the President of the California State University, Sacramento and by the Chancellor of the California State University. Such successor nonprofit public benefit corporation or corporations must be qualified for Federal income tax exemption under Sections 501(a) and 501(c)(3) of the Internal Revenue Code of 1986, as amended and be organized and operated exclusively for charitable, scientific, literary, and/or educational purposes. In the alternative, upon dissolution of this Corporation, net assets other than trust funds may be distributed by the Board of Directors of this Corporation with the approval of the President of the California State University, Sacramento and the Chancellor of the California State University to California State University, Sacramento. If, upon dissolution, this Corporation holds any assets in trust, such assets shall be disposed of in such manner as may be directed by decree of the superior court of the county of which this Corporation's principal office is located, upon petition therefore by the Attorney General or by any person concerned in the liquidation. In no event shall any assets be distributed to any current or previous member, director, or officer of this Corporation.

ARTICLE VIII
Amendments

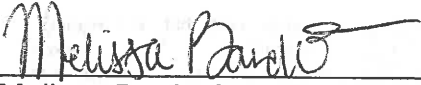
The manner in which amendments are made to these Articles of Incorporation shall be as stated in the Bylaws."

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

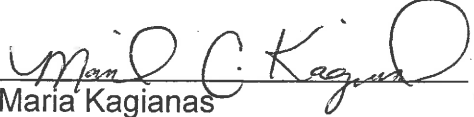
4. The foregoing amended and restated Articles of Incorporation of the Corporation have been duly approved by the required vote of the members of the Corporation.

Each of the undersigned declares under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate of Amendment of the Articles of Incorporation are true and correct of his or her own knowledge.

IN WITNESS WHEREOF, the undersigned have hereunto personally signed this Certificate of Restated Articles of Incorporation on this 2nd day of June, 2016.



Melissa Bardo, President
Associated Students of
California State University, Sacramento



Maria Kagianas
Associated Students of
California State University, Sacramento



I hereby certify that the foregoing transcript of 3 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

JUN 16 2016 *APD*

Date: _____

Alex Padilla

ALEX PADILLA, Secretary of State