

ARTICLES OF INCORPORATION
OF THE
IRVINE VALLEY COLLEGE FOUNDATION

ARTICLE I
Name

The name of this corporation is the:

Irvine Valley College Foundation

ARTICLE II
Corporate Status

This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the California Nonprofit Public Benefit Corporation Law for charitable purposes.

ARTICLE III
Purposes

This corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 as amended. This corporation is organized, and at all times hereafter, shall be operated exclusively in connection with the South Orange County Community College District pursuant to Section 509(a)(3) of the Internal Revenue Code of 1986 as amended. The charitable purposes for which this corporation is organized are to further the educational purposes of Irvine Valley College.

ARTICLE IV
Powers

This corporation shall have such powers as are now or may hereafter

be granted by the Nonprofit Public Benefit Corporation Law of the State of California, and the California Education Code Sections 72670-72682, except as limited by the provisions of these Articles of Incorporation or its Bylaws.

ARTICLE V

Exempt Status and Limitations on Activities

No substantial part of the activities of this corporation shall consist of the carrying on of propoganda, or otherwise attempting to influence legislation, nor shall this corporation participate in or intervene in any political campaign (including publishing or distributing of statements) on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this 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 as amended or (b) by a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 as amended.

ARTICLE VI

Initial Agent for Service of Process

The name of the initial agent of this corporation for service of process is:

ARTICLE VII

Directors

The number of Directors, their qualifications, powers, duties, terms of office, manner of removal and filling vacancies on the Board, and the manner of calling and holding meetings of Directors, shall be as stated in the Bylaws.

ARTICLE VIII

Members

This corporation shall have no members other than the persons constituting its Board of Directors. The persons constituting its Board of Directors shall, for the purpose of any statutory provision or rule of law relating to nonprofit corporations or otherwise, be taken to be the members of such corporation and exercise all the rights and powers of members thereof.

ARTICLE IX Voting

Each member of the Board of Directors shall have one vote. There shall be no proxy voting permitted for the transaction of any of the business of this corporation.

ARTICLE X Irrevocable Dedication and Dissolution

The property of this corporation is irrevocably dedicated to the charitable purposes set forth in Article III, and no part of the net income or assets of this corporation shall ever inure to the benefit of any private person. Upon dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to Irvine Valley College.

ARTICLE XI Amendment

The Articles of Incorporation of this corporation shall be amended only by the vote of a majority of the total voting membership of the Board of Directors.

IN WITNESS WHEREOF, for the purpose of forming this nonprofit corporation under the laws of the State of California, I, the undersigned, constituting the Incorporator of this corporation, have executed these Articles of Incorporation this _____ day of, _____, 2003.

(Name)
Incorporator

DECLARATION

I am the person whose name is subscribed below. I am the Incorporator of the Irvine Valley College Foundation. I have executed these Articles of Incorporation. The foregoing Articles of Incorporation are my act and deed.

Executed on _____, 2003 at Irvine, California.

I declare that the foregoing is true and correct.

(Name of Incorporator)