

**CERTIFICATE OF AMENDMENT**

of

**ARTICLES OF INCORPORATION**

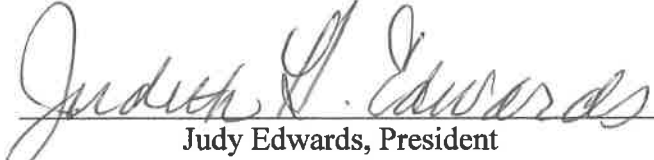
April 13, 2015

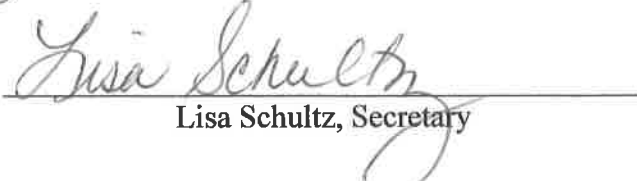
The undersigned certify that:

1. They are the President and the Secretary, respectively, of the FOUNTAIN VALLEY EDUCATIONAL FOUNDATION, a California Public Benefit Corporation.
2. Article I of the Articles of Incorporation is amended to read as follows: ***The name of the corporation shall be FOUNTAIN VALLEY SCHOOLS FOUNDATION.***
3. Article V paragraph 2 of the Articles of Incorporation is deleted in its entirety.
4. The foregoing amendments of the Articles of Incorporation have been duly approved by the Fountain Valley Schools Foundation Board of Directors at their regular Board meeting on Monday, April 13, 2015.
5. The corporation has no 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: 4/13/15

  
\_\_\_\_\_  
Judy Edwards, President

  
\_\_\_\_\_  
Lisa Schultz, Secretary

ARTICLES OF INCORPORATION  
OF THE  
FOUNTAIN VALLEY EDUCATIONAL FOUNDATION

ARTICLE I

The name of the corporation shall be FOUNTAIN VALLEY EDUCATIONAL FOUNDATION.

ARTICLE II

- A. The specific and primary purposes for which this corporation is formed are to operate for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 and Section 23701(d) of the Revenue and Taxation Code of California.
- B. The general purposes and powers are to have and to exercise all rights and powers conferred on non-profit corporations under the laws of California, including the power to contract, rent, buy or sell personal or real property; provided, however, that this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this corporation.
- C. No substantial part of the activities of this corporation shall consist of carrying on propoganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publication or distribution of statements) on behalf of any candidate for public office.

ARTICLE III

This corporation is organized pursuant to the General Nonprofit Corporation Law of the State of California. This corporation does not contemplate pecuniary gain or profit to the members thereof, and it is organized for nonprofit purposes.

ARTICLE IV

The principle office for the transaction of the business of this corporation is located in the County of Orange, State of California.

ARTICLE V

The names and addresses of the persons who are to act in the capacity of interim directors until the selection of their successors are:

- |    |                  |  |
|----|------------------|--|
| 1. | Betty Mignanelli | Number One Lighthouse Ln.<br>Fountain Valley, CA 92708 |
| 2. | Marge Schneider  | "  |
| 3. | Judy Montgomery  | "  |
| 4. | Laura Woodward   | "  |
| 5. | Melinda Smith    | "  |
| 6. | Yvonne Holland   | "  |
| 7. | Cheryl Norton    | "  |

One member of the Board of Trustees of the Fountain Valley School District shall be designated annually by the Board of Trustees of the Fountain Valley School District to serve on the Board of Directors of the Foundation. That Director shall serve at the pleasure of the Board of Trustees of the Fountain Valley School District, which shall fill any vacancy which may occur in that position.

The remainder of the directors shall be selected and shall serve as provided in its bylaws of the Fountain Valley Educational Foundation.

ARTICLE VI

With the exception of funds expended to meet the operational expenses of the Foundation, distribution of funds for the benefit of the Fountain Valley School District or to the Fountain Valley School District shall be subject to the approval of the Board of Trustees of the Fountain Valley School District.

ARTICLE VII

The authorized number and 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 set forth in the bylaws.

ARTICLE VIII

This corporation is not organized, nor shall it be operated, for the pecuniary gain or profit, and it does not contemplate the distribution of gains, profits or dividends

to the members thereof and is organized solely for nonprofit purposes. The property, assets, profits and net income of this corporation are irrevocably dedicated to charitable purposes meeting the requirements of Section 214 of the Revenue and Taxation Code, and no part of the profits or net income of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private shareholder or individual. Upon the 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 the Fountain Valley School District.

IN WITNESS WHEREOF, the undersigned, being designated as the agent authorized to execute the Articles by the persons herein above named as the first directors, has executed these Articles of Incorporation.

DATED:

*September 14, 1972*

PARKER AND COVERT

By *Margaret A. Chidester*  
Margaret A. Chidester

I declare under penalty of perjury that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.

DATED:

*September 14, 1972*

PARKER AND COVERT

By *Margaret A. Chidester*  
Margaret A. Chidester