

ARTICLES OF INCORPORATION OF CRITICAL HEODNIA

CRH CALIFORNIA

a California Nonprofit Religious Corporation

For Office Use Only

-FILED-

File No.: 6502687 Date Filed: 12/19/2024

ARTICLE I

The name of this corporation is CRH California.

ARTICLE II

This corporation is a religious corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Religious Corporation Law exclusively for religious purposes.

ARTICLE III

The name of the corporation's initial agent and address for service of process in the State of California is Registered Agents Inc.

ARTICLE IV

The corporation's initial street address is 16055 Old Guejito Grade Rd., Escondido, CA 92027, and the corporation's initial mailing address is 711 Center Dr #105-8179, San Marcos, CA 92069.

ARTICLE V

- A. The specific purpose of this corporation is to foster contemporary art and writing that grapple with the mystery of being human by curating, cultivating, convening, and celebrating work that explores religious faith and spiritual questions.
- B. This corporation is organized and operated exclusively for religious purposes within the meaning of Internal Revenue Code section 501(c)(3) (or the corresponding provision of any future United States Internal Revenue Law).
- C. No substantial part of the activities of this corporation shall consist of carrying on 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.
- D. The property of this corporation is irrevocably dedicated to the purposes in Article II hereof and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person.
- E. 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 a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable, educational and/or religious purposes and which has established its tax-exempt status

under Internal Revenue Code section 501(c)(3) (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE VI

Notwithstanding any other provisions of these Articles of Incorporation, 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 Internal Revenue Code section 501(c)(3) (or the corresponding provision of any future United States 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 the corresponding provision of any future United States Internal Revenue Law).

ARTICLE VII

- A. The liability of the directors and executive officers of this corporation for monetary damages shall be eliminated to the fullest extent permissible under the Nonprofit Religious Corporation Law, including, without limitation, as provided in Section 9246 thereof with respect to volunteer directors and volunteer executive officers.
- B. This corporation is authorized to provide for, whether by an agreement or otherwise, the indemnification of "agents," as such term is defined in Section 9246 of the Nonprofit Religious Corporation Law. Notwithstanding the immediately preceding sentence, the directors and executive officers of this corporation shall be entitled to indemnification to the fullest extent permitted under, and in accordance with, Section 9246 of the Nonprofit Religious Corporation Law.
- C. This corporation shall have the power to purchase and maintain insurance on behalf of any agent pursuant to, and to the fullest extent permitted under, Section 9246 of the Nonprofit Religious Corporation Law.
- D. Any repeal or modification of this Article VII shall be prospective only and shall not adversely affect any right or protection of a director, executive officer or other agent of this corporation existing at the time of such repeal or modification.

ARTICLE VIII

This corporation does not have members.

Dated: December 19, 2024

A. Blake Cooper, Incorporator