

STEPHENS, JONES & LA FEVER
CALIFORNIA BANK BUILDING
LOS ANGELES 14

FILED

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

APR 23 1946

FRANK M. JORGAN, Secretary of State
[Signature]

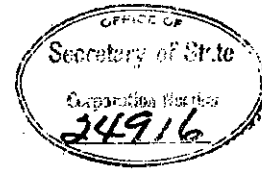
Terms of existence made perpetual
CERTIFICATE OF AMENDMENT

OF

ARTICLES OF INCORPORATION

OF

UNIVERSITY OF SOUTHERN CALIFORNIA



The undersigned, ALLAN HANCOCK and EMIL A. OLSON, do, and each of them does, hereby certify as follows:

One: Said Allan Hancock is now and at all times subsequent to a date prior to October 16, 1945, has been the President of the University of Southern California, a benevolent, charitable and non-profit corporation, organized under the laws of the State of California on November 15, 1895.

Two: Said Emil A. Olson is now and at all times subsequent to a date prior to October 16, 1945, has been the Secretary of said University of Southern California.

Three: At all times since the organization of said University of Southern California, and at all times since November 15, 1945, up to the time of the execution of this certificate, University of Southern California has carried on and continued its business and other activities and has continuously acted as a corporation and done business as such.

Four: On the 16th day of April, 1946, there was filed with said Emil A. Olson as said Secretary of University of Southern California, a written approval and adoption of amendment to the Articles of Incorporation of University of Southern California as heretofore amended in form set forth in indented words and figures as follows, to-wit:

ADOPTION AND WRITTEN CONSENT BY MEMBERS
OF
AMENDMENT TO ARTICLES OF INCORPORATION
OF
UNIVERSITY OF SOUTHERN CALIFORNIA

WHEREAS, each of the undersigned persons is now and at

1 all times subsequent to a date prior to October 16th, 1945,
2 has been a member, with the title of "Trustee", of University
3 of Southern California, a benevolent, charitable and nonprofit
4 corporation organized under the laws of the State of California,
5 on November 15, 1895;

6 AND WHEREAS, Article IV of the Articles of Incorporation
7 of said University of Southern California as heretofore amended,
8 is in words and figures as follows:

9 "IV

10 "This corporation shall exist for fifty (50)
11 years after its incorporation, and for such
12 further time as may be allowed by law."

13 AND WHEREAS, the undersigned persons desire to revive,
14 renew and extend the term of the corporate existence of said
15 University of Southern California by an amendment to its
16 Articles of Incorporation as heretofore amended, by removing
17 the above quoted provisions limiting the term of its existence
18 and providing for perpetual existence;

19 NOW, THEREFORE, the undersigned do, and each of them
20 does hereby adopt, approve, and consent to, an amendment of the
21 Articles of Incorporation of University of Southern California,
22 as heretofore amended, by the amendment of the above quoted
23 Article IV thereof, so that said above quoted Article IV
24 shall be and read, and the undersigned do and each of them
25 does hereby amend said above quoted Article IV to read, in
26 full as follows:

27 "IV

28 "This corporation shall have perpetual
29 existence pursuant to and as permitted
30 by the laws of the State of California."

31 IN WITNESS WHEREOF, each of the undersigned has here-
32 unto signed his or her name upon the date set opposite his

or her respective signature.

<u>Name</u>	<u>Date</u>
<u>Harry Philp</u>	April <u>15</u> , 1946.
<u>E. A. Olson</u>	April <u>15</u> , 1946.
<u>George I. Cochran</u>	April <u>15</u> , 1946.
<u>Frank E. Eckhart</u>	April <u>15</u> , 1946.
<u>Harry J. Bauer</u>	April <u>15</u> , 1946.
<u>Asa V. Call</u>	April <u>15</u> , 1946.
<u>May Ormerod Harris</u>	April <u>15</u> , 1946.
<u>F. S. Wade</u>	April <u>15</u> , 1946.
<u>Elmer E. Helms</u>	April <u>15</u> , 1946.
<u>Rufus B. von KleinSmid</u>	April <u>15</u> , 1946.
<u>Arch W. Anderson</u>	April <u>15</u> , 1946.
<u>G. A. Parmelee</u>	April <u>15</u> , 1946.
<u>Elvon Musick</u>	April <u>15</u> , 1946.
<u>James C. Baker</u>	April <u>15</u> , 1946.
<u>Elizabeth H. Fisher</u>	April <u>15</u> , 1946.
<u>W. A. Morrison</u>	April <u>15</u> , 1946.
<u>Allan Hancock</u>	April <u>16</u> , 1946.
_____	April __, 1946.
_____	April __, 1946.
_____	April __, 1946.

Five: Each person whose signature purports to be attached to the aforesaid consent signed the same and each of them is a member of said University of Southern California entitled to consent to the adoption of said amendment.

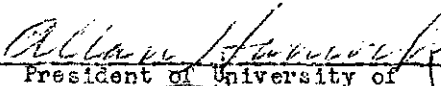
Six: The entire voting power of said University of Southern California is, by virtue of its Articles of Incorporation as heretofore amended, vested in a membership of thirty persons. There are four vacancies in said membership, due to deaths.

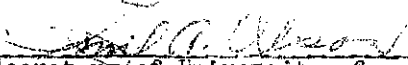
Seven: The total number of members of University of Southern California entitled to vote on or consent to the adoption

1 of the aforesaid amendment is twenty-six.

2 Eight: The number of the members of said University of
3 Southern California consenting to said amendment is seventeen. Said
4 seventeen members so consenting hold at least a majority of the
5 voting power.

6 IN WITNESS WHEREOF, the undersigned have executed this
7 Certificate of Amendment this 16th day of April, 1946.

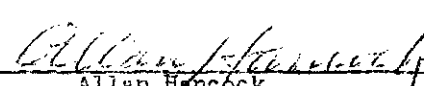
8 
9 President of University of
10 Southern California

11 
12 Secretary of University of
13 Southern California

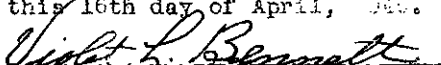
14
15 State of California)
16) ss
17 County of Los Angeles)

18 ALLAN HANCOCK being first duly sworn, deposes and says:

19 That he is the President of University of Southern
20 California; that, as such, he signed the foregoing Certificate of
21 Amendment of Articles of Incorporation of University of Southern
22 California; that he has read the same and knows the contents thereof;
23 and that the contents thereof are, and each and every statement there-
24 in contained and certified to is, true and accurately stated.

25 
Allan Hancock

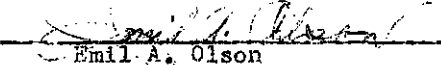
26 Subscribed and sworn to before me
27 this 16th day of April, 1946.

28 
29 Notary Public in and for the County
30 of Los Angeles, State of California
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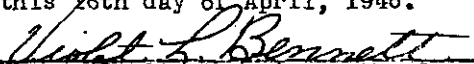
1 State of California }
2 County of Los Angeles } ss

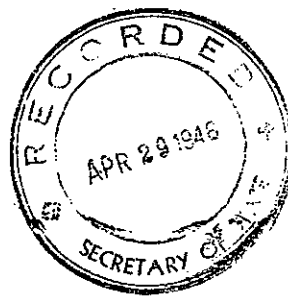
3 EMIL A. OLSON being first duly sworn, deposes and says:

4 That he is the Secretary of University of Southern
5 California; that, as such, he signed the foregoing Certificate of
6 Amendment of Articles of Incorporation of University of Southern
7 California; that he has read the same and knows the contents thereof;
8 and that the contents thereof are, and each and every statement there-
9 in contained and certified to is, true and accurately stated.

10
11 
Emil A. Olson

12 Subscribed and sworn to before me
13 this 16th day of April, 1946.

14 
15 Notary Public in and for the County
16 of Los Angeles, State of California
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ENTERED

STEPHENS, JONES & LA FEVER
ATTORNEYS AT LAW
SUITE 1122 CALIFORNIA BANK BUILDING
625 SOUTH SPRING STREET
LOS ANGELES
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