

**-FILED-**

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**ARTICLES OF INCORPORATION****ARTICLE I  
CORPORATE NAME**

The name of the corporation is The Foothill Catalog Foundation, Inc. (the "Corporation").

**ARTICLE II  
PURPOSE**

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 public or charitable purposes. The Corporation is organized and shall be operated exclusively for charitable, educational or scientific purposes specified in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, or any corresponding section of any future federal tax code (the "Code"). Solely in furtherance thereof and subject to the foregoing, the Corporation shall have the following purposes:

- (a) To provide assistance to victims of natural disasters in the form of funds, services, or goods and to combat community deterioration and preserve the historical architectural significance of homes in areas affected by natural disaster;
- (b) To own, lease, sell, exchange or otherwise deal with all property, real and personal, to be used in furtherance of these purposes; and
- (c) To engage in any and all activities incidental, useful or necessary to the accomplishment of the above-referenced purposes.

**ARTICLE III  
BUSINESS ADDRESSES**

The initial street and mailing address of the Corporation is 1308 E. Colorado Blvd., #2411 Pasadena, CA 91106.

**ARTICLE IV  
SERVICE OF PROCESS**

The name of the Corporation's initial agent for service of process is a California registered corporate agent: C T Corporation System.

**ARTICLE V  
MEMBERS**

The Corporation shall not have members.

## **ARTICLE VI ADDITIONAL STATEMENTS**

The following language relates to the Corporation's tax exempt status and is not a statement of purposes and powers. Consequently, this language does not expand or alter the Corporation's purposes or powers set forth in Article II hereof:

(a) This Corporation is organized and operated exclusively for the purposes set forth in Article II hereof within the meaning of Section 501(c)(3) of the Internal Revenue Code.

(b) 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.

(c) 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.

(d) Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on:

(i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code; or

(ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

## **ARTICLE VII DISSOLUTION**

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 Section 501(c)(3) of the Internal Revenue Code.

## **ARTICLE VIII COMPLIANCE WITH INTERNAL REVENUE CODE**

Notwithstanding any other law, during any period(s) that the Corporation is deemed to be a private foundation as defined in Section 509 of the Internal Revenue Code, it shall distribute its income for each taxable year (and principal, if necessary) at the time and in a manner so as not to

subject the Corporation to tax under Section 4942 of the Internal Revenue Code, and the Corporation shall not:

- (a) Engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code.
- (b) Retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code.
- (c) Make any investments in a manner that subjects the Corporation to tax under Section 4944 of the Internal Revenue Code.
- (d) Make any taxable expenditure as defined in Section 4945(d) of the Internal Revenue Code.

*[SIGNATURE PAGE FOLLOWS]*

The incorporator signed these Articles of Incorporation as of this 14<sup>th</sup> day of January, 2025:

A handwritten signature in dark ink, appearing to read "Alex Athenson", is written over a horizontal line.

Alex Athenson, Incorporator

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