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Certificate of Amendment
of Articles of Incorporation
of UNIVERSITY OF SOUTHERN
CALIFORNIA.

FILED in the Office of the
SECRETARY OF STATE

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July 1 day of
A. D. 1907

E. J. Keene
SECRETARY OF STATE

By *Wm. H. ...*
Record Book

Keene

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JUL 1 1907

C. G. KEYS, Clerk
By *W. S. ...*
Secretary

CERTIFICATE OF AMENDMENT
OF ARTICLES OF INCORPORATION OF
UNIVERSITY OF SOUTHERN CALIFORNIA.

We, the undersigned, the President and Secretary of the University of Southern California, a corporation organized and existing under the laws of the State of California and having its principal place of business in the City of Los Angeles, in the County of Los Angeles, in the State of California, and also the President and Secretary of the Board of Trustees of said corporation, do hereby certify and declare as follows, to-wit:

That the said University of Southern California, a corporation, was incorporated under the laws of the State of California on the 15th day of November, 1895, and ever since said date has retained and now does retain its said corporate name.

That at a regular meeting of the Board of Trustees of the said corporation held on the 15th day of May, 1907, at which fifteen of said Trustees were present, to-wit: more than two-thirds of said entire Board, the following resolution was adopted by the unanimous vote of all the Trustees present at said meeting, to-wit:

"RESOLVED, That this corporation amend its Articles of Incorporation in the following particulars, to-wit:

Strike out the first paragraph of Article V of said

Articles of Incorporation reading as follows, to-wit:

"The number of trustees of this Corporation shall be twenty-one, of whom at least eleven shall be members of the Southern California Conference of the Methodist Episcopal Church or such other Conference or Conferences into which the same may be resolved or divided, and four-sevenths shall be members of the Methodist Episcopal Church, and at least two of such trustees shall be chosen from the Alumni of this Corporation."

And substitute and insert in the place thereof the following:

"The number of trustees of this Corporation shall be twenty-one."

RESOLVED FURTHER, That notice of intention to amend the Articles of Incorporation of this corporation as hereinbefore set forth shall be published in the Los Angeles Daily Journal, a newspaper of general circulation published in the City of Los Angeles, County of Los Angeles, State of California, in which City and County the principal place of business of the corporation is located, and that said publication be made for thirty days; and that upon the expiration of said publication a copy of the said Articles of Incorporation as thus amended, duly certified to be correct by the President and Secretary of the Board of Directors or Trustees of such corporation, be filed in each office where the original Articles of Incorporation are or any copy thereof is required by law to be filed."

That, pursuant to said resolution, a notice in words and figures following, to-wit:

**"NOTICE OF AMENDMENT OF ARTICLES OF
INCORPORATION OF UNIVERSITY OF SOUTHERN CALIFORNIA.**

Notice is hereby given that, at a meeting of the Board of Trustees held May 15, 1907, at which a majority of said Trustees were present and upon the affirmative vote of all the Trustees present at said meeting, it was resolved that the Articles of this corporation be amended in the following particulars, to-wit:

Strike out the first paragraph of Article V of said Articles of Incorporation reading as follows, to-wit:

"The number of trustees of this corporation shall be twenty-one, of whom at least eleven shall be members of the Southern California Conference of the Methodist Episcopal Church or such other Conference or Conferences into which the same may be resolved or divided, and four-sevenths shall be members of the Methodist Episcopal Church, and at least two of such trustees shall be chosen from the Alumni of this Conference."

And substitute and insert in the place thereof the following:

"The number of trustees of this corporation shall be twenty-one".

UNIVERSITY OF SOUTHERN CALIFORNIA,

By E. A. HEALY, President.

By A. W. ADKINSON,

Secretary.

Dated Los Angeles, Cal., May 16, 1907."

was published in the Los Angeles Daily Journal, a newspaper of general circulation published in the City of Los Angeles, County of Los Angeles, State of California, in which city and county the principal place of business of the said corporation, University of Southern California, is located, for not less than thirty days, and that said publication was made in said newspapers as often as said newspaper was published between May 17, 1907, and June 20, 1907, and on the following days, to-wit: May 17, 18, 20, 21, 22, 23, 24, 25, 27, 28, 29, 30, 31, 1907, and June 1, 3, 4, 5, 6, 7, 8, 10, 11, 12, 13, 14, 15, 17, 18, 19 & 20, 1907.

That the By-laws of said University of Southern California do not specify or provide any newspaper in which notices of meetings of directors or stockholders of said corporation or other notices of said corporation shall be published.

That the said University of Southern California has no capital stock, and the members of said corporation are twenty-one in number and are the members of the Board of Trustees of said corporation.

That the following is a true copy of the Articles of Incorporation of said University of Southern California as thus amended, namely:

"Amended
"Articles of Incorporation of the University
of Southern California.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, a majority of whom are citizens of the State of California, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of California, for the purpose of consolidating two certain corporations, the one known as "The University of Southern California", heretofore incorporated on or about the 5th day of August, 1880, and the other known as "The College of Liberal Arts of the University of Southern California," heretofore incorporated on or about the 7th day of January, 1892, under the provisions of the Civil Code of the State of California, and we hereby certify:

I.

That the name of said corporation hereby organized shall be the
"UNIVERSITY OF SOUTHERN CALIFORNIA."

II.

The purposes for which this corporation is formed are as follows:

1. To receive all the property, rights and franchises of the said corporation heretofore referred to as "The University of Southern California" incorporated on or about the 5th day of August, 1880, and of the said Corporation heretofore referred to as "The College of Liberal Arts of the University of Southern California" incorporated on or about the 7th day of January, 1892, and to create a new corporation in place of said two corporations under the provisions of Sections 652 and 653 of the Civil Code of the State of California.

2. To establish and maintain a University for educational purposes with all the powers necessary to maintain and conduct a University.

With power to receive and hold by purchase, gift, devise, bequest or grant, real or personal property for educational purposes connected with the corporation or for the benefit or endowment of the corporation or the institutions under its control:

With power to sell, mortgage, pledge, lease and otherwise use and dispose of the property of the corporation in such a manner as its Board of Trustees shall deem most conducive to the prosperity of the corporation:

With power to borrow money on its corporate promissory note or notes, and to pledge such of its property as security therefor as its trustees may deem necessary:

With power to direct and prescribe the courses of study and discipline to be observed in the University or in any of the Colleges or Seminaries or other institutions under its direction or control:

With power to appoint the President of the University, the Deans and the Principals of its various Colleges, Seminaries or other institutions under its control, who shall hold office during the pleasure of the trustees:

With power to appoint such professors, tutors and other officers as the Board of Trustees shall deem necessary, who shall hold office during the pleasure of the trustees:

With power to grant such literary honors and degrees as are usually granted by any University or College or Seminary of learning in the United States and in testimony thereof to give suitable diplomas under the corporate seal and the signatures of such officers of the corporation and the colleges, seminaries or institutions under its control, as the Board of Trustees shall deem expedient:

While this corporation is purely benevolent and beneficent in its purpose and organization, and is not formed for pecuniary profit, still it may charge and collect such fees and dues and other charges from those who shall participate in its benefactions or make use of its facilities for learning and research, as its trustees from time to time prescribe.

3. With power to receive any donation or bequest made for particular purposes accordant with the design and purpose of this corporation, and in such case to receive such donation or devise, and to hold and to use the same in conformity with the express conditions of the donors or devisors.

4. With power to establish separate Colleges or departments or institutions for the study of every and all learned and liberal professions in the same, and for any

scientific or other educational purpose.

5. With power to take in by application or otherwise, any other institutions of learning whether incorporated, chartered or otherwise, and to make the same a department, or departments, or a College, or a Seminary of this corporation by an agreement between the Board of Trustees of this corporation and the governing Board of the institution so affiliated with or taken in.

6. With the power to be exercised by the Board of Trustees of this corporation to make all by-laws and ordinances necessary and proper to carry into effect the powers of this corporation, and necessary to advance the interests thereof, provided that no by-laws or ordinances shall conflict with the constitution or laws of the United States or of the State of California.

7. Said University shall be open in every respect for the equal education of both sexes.

8. Said University and this corporation shall be under the control and management, as hereinafter provided, of the Southern California Conference of the Methodist Episcopal Church, or such other conference or conferences into which the same may hereafter be resolved or divided.

9. To declare vacant the seats of any trustee who shall absent himself from eight (8) succeeding meetings of the Board.

III.

The place where the principal place of business of this corporation is to be located, is and shall be in the City of Los Angeles, in the County of Los Angeles, State of California, and the place where the University is to be conducted shall be at its Colleges, Academies and other institutions to be located in or near the City of Los Angeles and elsewhere within the State of California, where its various Colleges, Seminaries, Academies or institutions may be located.

IV.

This Corporation shall exist for fifty years and for such further time as may be allowed by law.

V.

The number of trustees of this Corporation shall be twenty-one.

The names and residences of those who are appointed for the first year, being those who compose the Boards of Directors and Trustees of the said two Corporations hereby consolidated and others, are as follows:

NAME.	RESIDENCE.
Geo. W. White,	Los Angeles City
C. C. McLean,	" " "

J. B. Green,	Los Angeles City
E. S. Chase,	" " "
J. W. Campbell,	" " "
Geo. I. Cochran,	" " "
P. M. Green,	Pasadena, Los Angeles Co.
B. C. Cory,	Pomona, " "
S. A. Thomson,	" " "
A. E. Pomeroy,	Los Angeles City
Thomas C. Hoag,	Pasadena, Los Angeles Co.
Geo. F. Bovard,	Los Angeles Co.
Will A. Knighten,	Los Angeles City
Ezra A. Healy,	Ontario, San Bernardino Co.
Clark Crawford,	Pasadena, Los Angeles Co.
D. M. Welch,	Los Angeles Co.
J. K. Hawk,	Los Angeles City
W. J. Williams,	" " "
W. W. Beckett,	" " "
A. J. Wallace,	Ontario, San Bernardino Co.
Geo. Sinsabaugh,	Los Angeles City

Said trustees shall, as soon as organized, so classify themselves that one-third of their number shall go out of office every year and thereafter the said trustees shall hold office for three years, that is to say, seven of said trustees hereinbefore named shall hold office as such trustees for the term of three years, seven others of said trustees hereinbefore named shall hold office as such trustees for two years, and the remaining seven trustees so named shall hold office as such trustees for one year. All the powers of this Corporation shall be vested in and exercised by the Board of Trustees.

VI.

The successors of said trustees shall be elected by the members of the Southern California Conference of the Methodist Episcopal Church, or such other Conference or Conferences into which the same may hereafter be resolved or divided.

The elections to be in such manner as such Conference or Conferences may from time to time adopt, and in case of any vacancies occurring in said Board of Trustees, the said Board of Trustees may at any meeting thereof fill such vacancy and the said trustee or trustees so appointed shall hold office until the next following session of the said Conference, when such Conference shall elect a trustee or trustees in place of those appointed by the Board to fill such vacancies.

VII.

There is no capital stock and there are no shares of stock.

VIII.

All the alumni of the said Corporations hereby consolidated shall be the alumni of this Corporation, the same as though they had received their degrees or diplomas therefrom.

IX.

This Corporation assumes all indebtedness and liabilities of said two corporations hereby consolidated.

We, the undersigned, further certify that the Southern California Conference of the Methodist Episcopal Church, under whose patronage and control the said two corporations hereinbefore mentioned as "The University of Southern California" and "The College of Liberal Arts of the University of Southern California" were conducted and managed, did, for the purpose of greater efficiency and simplicity in the administration of the educational interest, duly pass at its regular session, held in the city of Pasadena, County of Los Angeles, State of California, on the 25th day of September, 1895, the following resolution, to-wit:

"WHEREAS, This Conference has under its patronage the two Colleges or institutions of higher education herein-after mentioned,

"Resolved, That this Conference, for the purpose of greater efficiency and simplicity in the administration of its educational interests, desires to consolidate such institutions under one management, and

"Resolved, That this Conference does hereby authorize and direct the consolidation of the said institutions and the formation of a new Corporation to be known as the "University of Southern California", for the purpose of consolidating the said two Corporations heretofore existing and known as "The University of Southern California" and "The College of Liberal Arts of the University of Southern California", and that the several Boards of Trustees and Directors of the institutions thus consolidated shall be and are hereby authorized to transfer all property, real and personal, held by them, to said new Corporations so to be formed, together with all powers, privileges and authority conferred on or enjoyed by them under their Articles of Incorporation or otherwise.

"AND WE FURTHER CERTIFY, Thereafter, on the 8th day of October, 1895, at a meeting of the Board of Directors of "The University of Southern California" specially called for that purpose, the formation of this Corporation and the transfer to it of all property, rights and franchises of the Corporation, was duly authorized, and that on the 8th day of October, 1895, the Board of Trustees of "The College of Liberal Arts of the University of Southern California", did by resolution duly authorize the formation of this Corporation and the transfer to it of all property, rights and franchises thereof.

IN WITNESS WHEREOF, The undersigned have hereunto affixed their hands and seals the 11th day of November, 1895.

Geo. W. White,	(Seal)
C. C. McLean,	(Seal)
J. B. Green,	(Seal)
E. S. Chase,	(Seal)
John W. Campbell,	(Seal)
Geo. I. Cochran,	(Seal)
P. M. Green,	(Seal)

B. C. Cory	(Seal)
S. A. Thomson,	(Seal)
A. E. Pomeroy,	(Seal)
Thomas C. Hoag,	(Seal)
Geo. F. Bovard,	(Seal)
Will A. Knighten,	(Seal)
Ezra A. Healy	(Seal)
Clark Crawford,	(Seal)
D. M. Welch,	(Seal)
W. W. Beckett,	(Seal)
J. K. Hawk,	(Seal)
W. J. Williams,	(Seal)
A. J. Wallace,	(Seal)
Geo. Sinsabaugh.	(Seal) "

State of California,)
 (ss.
 County of Los Angeles.)

On this 5th day of November, in the year of our Lord one thousand eight hundred and ninety-five, before me, M. V. McQuigg, a Notary Public in and for the said County of Los Angeles, State of California, residing therein, duly commissioned and sworn, personally appeared A. J. Wallace, of Ontario, Cal., known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

(Notary Seal) M. C. McQuigg,
 Notary Public in and for Los
 Angeles County, State of
 California.

State of California,)
 (ss.
 County of Los Angeles.)

On this 11th day of November, in the year of our Lord one thousand eight hundred and ninety-five, before me L. A. Phillips, a Notary Public in and for said County of Los Angeles, State of California, residing herein, duly commissioned and qualified, personally appeared Geo. W. White, C. C. McLean, J. B. Green, E. S. Chase, J. W. Campbell, Geo. I. Cochran, P. M. Green, S. A. Thomson, A. E. Pomeroy, Thomas C. Hoag, Geo. F. Bovard, Will A. Knighten, Ezra A. Healy, Clark Crawford, D. M. Welch, J. K. Hawk, W. J. Williams, W. W. Beckett, Geo. Sinsabaugh, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

(Notary Seal) L. A. Phillips,
 Notary Public in and for Los
 Angeles County, State of California

State of California,)
 (ss.
County of Los Angeles.)

On this 11th day of November, in the year of our Lord one thousand eight hundred and ninety-five, before me, E. Barnes, a Notary Public in and for said County of Los Angeles, State of California, residing therein, duly commissioned and sworn, personally appeared B. C. Cory, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereto set my hand and affixed my official seal the day and year in this certificate first above written.

(Notary Seal)

E. Barnes,
Notary Public in and for
Los Angeles County, State of
California.

IN WITNESS WHEREOF, said E. A. HEALY, President of said corporation, University of Southern California, and said A. W. ADKINSON, Secretary of said corporation, and said E. A. HEALY as President and said A. W. ADKINSON as Secretary of the Board of Trustees of said corporation, have hereto set their hands and affixed the corporate seal of said corporation this twenty-fifth day of June, 1907.



E. A. Healy
President of the
University of Southern California
and of the Board of Trustees of the
University of Southern California

A. W. Adkinson
Secretary of the
University of Southern California
and of the Board of Trustees of the
University of Southern California

STATE OF CALIFORNIA,)
 { ss.
COUNTY OF LOS ANGELES.)

E. A. HEALY and A. W. ADKINSON, being duly sworn, each for himself doth depose and say: That said E. A. Healy is the President of the University of Southern California and of the Board of Trustees of said corporation, and that said A. W. Adkinson is the Secretary of said University of Southern California and of the Board of Trustees of said corporation; that he has heard read the foregoing Certificate of Amendment of Articles of Incorporation of University of Southern California, and knows the contents thereof and that the same is true of his own knowledge.

Subscribed and sworn)
to before me this)
25th day of June,)
A. D. 1907.)

E. A. Healy

A. W. Adkinson

Notary Public
Norman Williams
Notary Public in and for
the County of Los Angeles, State
of California.

STATE OF CALIFORNIA, }
COUNTY OF LOS ANGELES. } ss.

No. 2043

I, C. G. KEYES, County Clerk and Ex-officio Clerk of the Superior Court,
do hereby certify the foregoing to be a full, true and correct copy of the original
of *Certificate of Commitment of Charles*
of the Probation & Ministry of
San Juan Capistrano
on file in my office and that I have carefully compared the same with the
original.

In witness whereof, I have hereunto set my hand and affixed

the seal of the Superior Court this 1st
day of July 1909

C. G. KEYES, County Clerk.

By *W. C. Mason*
DEPUTY CLERK.

(73-Clerk-Certified Copy)

2043