

-FILED-

File No.: 6536959

Date Filed: 1/14/2025

**ARTICLES OF INCORPORATION
OF
SOCO HARBOR, INC.**

**ARTICLE I
Corporate Name**

The name of the corporation (the "Corporation") is: SOCO Harbor, Inc.

**ARTICLE II
Corporate Purpose**

Section 2.01. Corporate Form and Purpose. 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 primarily for religious purposes.

Section 2.02. General Exempt Purpose. This Corporation is organized and operated exclusively for religious, charitable, and educational purposes within the meaning of Internal Revenue Code (the "Code") § 501(c)(3) (or the corresponding provision of any future federal tax law).

Section 2.03. Specific Exempt Purpose. This Corporation's specific purpose is, in addition to its exempt purposes within the meaning of Code § 501(c)(3) (or the corresponding provision of any future federal tax law), to operate as a "supporting organization" that, within the meaning of Code § 509(a)(3), is operated, supervised, or controlled by Cristo Rey Orange County High School, Inc., which is exempt from federal income tax under Code § 501(c)(3) and is not a private foundation within the meaning of Code § 509(a)(1). This Corporation shall support and benefit Cristo Rey Orange County High School, Inc. by conducting and supporting religious, charitable, educational, and other activities that carry out the religious, charitable, and educational purposes of Cristo Rey Orange County High School, Inc.

The Corporation will hold, invest, and administer assets received as charitable gifts, bequests, and contributions, and use such assets, or the income therefrom, without limitation, to support its activities and projects in furtherance of its religious, charitable, and educational purposes.

**ARTICLE III
Service of Process**

The name and California street address of the Corporation's initial agent for service of process are:

John C. Peiffer II
40 Pacifica, 15th Floor
Irvine, CA 92618

ARTICLE IV
Corporate Address

The initial street and mailing address of this Corporation is:

2204 W. McFadden Avenue
Santa Ana, CA 92704

ARTICLE V
Membership

The Corporation will have members. The authorized number, qualification, and classes of members, if any, and their rights, preferences, privileges, and restrictions will be set forth in the Corporation's bylaws.

ARTICLE VI
Duration

The Corporation's duration is perpetual.

ARTICLE VII
Powers

The Corporation is a religious corporation and has all of the powers, duties, authorizations, and responsibilities as provided in the Nonprofit Religious Corporation Law. Notwithstanding any other provision of these Articles, the Corporation may not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of the Corporation. Notwithstanding any other provision in these Articles, the Corporation may not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Code § 501(c)(3) or by a corporation contributions to which are deductible under Code § 170(c)(2).

ARTICLE VIII
Private Foundation Status

Notwithstanding any other provision of these Articles of Incorporation, if the Corporation is, or is determined to be, a private foundation as described in Code § 509(a), then the Corporation must distribute assets in each taxable year at the time and in a manner that will avoid tax under Code § 4942(b), and the Corporation is expressly prohibited from engaging in any act of self-dealing as defined in Code § 4941(d), from retaining any excess business holdings as defined in Code § 4943(c), from making any investments in a manner that will subject the Corporation to tax under Code § 4944, and from making any taxable expenditures as defined in Code § 4945(d).

ARTICLE IX Tax-Exempt Status

Section 9.01. Political Activities. No substantial part of the activities of the Corporation may consist of carrying on propaganda or otherwise attempting to influence legislation, and the Corporation may not participate or intervene in any political campaign (including publishing or distributing statements) on behalf of any candidate for public office.

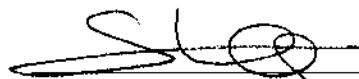
Section 9.02. Irrevocable Dedication. The property of the Corporation is irrevocably dedicated to religious, charitable, and/or educational purposes meeting the requirements for exemption provided by § 214 of the Revenue and Taxation Code.

Section 9.03. Private Inurement. No part of the net income or assets of the Corporation will ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person, except that this Corporation is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the Corporation's purposes set forth in Article II.

Section 9.04. 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 must be distributed to a nonprofit fund, foundation, or corporation that is organized and operated exclusively for religious, charitable, and/or educational purposes meeting the requirements for exemption provided by § 214 of the Revenue and Taxation Code and that has established its tax-exempt status under Code § 501(c)(3).

If, at the time of this Corporation's dissolution or winding up, Cristo Rey Orange County High School, Inc. is in existence, is organized and operated for religious, charitable, and educational purposes, meets the requirements for exemption provided in § 214 of the Revenue and Taxation Code, and is exempt from federal income tax under Code § 501(c)(3), then this Corporation's remaining assets will be distributed to Cristo Rey Orange County High School, Inc. If Cristo Rey Orange County High School, Inc. is no longer in existence, is no longer organized and operated for religious, charitable, and educational purposes, meets the requirements for exemption provided in § 214 of the Revenue and Taxation Code, or is no longer exempt from federal income tax under Code § 501(c)(3), then this Corporation's remaining assets will be distributed to a nonprofit fund, foundation, or corporation that: (a) is organized and operated exclusively for religious, charitable, and/or educational purposes meeting the requirements for exemption provided by § 214 of the Revenue and Taxation Code; (b) has established its tax-exempt status under Code § 501(c)(3); and (c) is officially recognized as a Catholic institution by a Catholic bishop or other competent ecclesiastical authority in communion with the Bishop of Rome.

Dated: Jan 14, 2025



Stephen J. Holte, Incorporator