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ARTICLES OF INCORPORATION

OF

OUR LADY OF PERPETUAL HELP CHALDEAN CATHOLIC CHURCH

ARTICLE I

Corporate Name

The name of the corporation (the "Corporation") is: OUR LADY OF PERPETUAL HELP CHALDEAN CATHOLIC CHURCH.

ARTICLE II

Corporate Purpose

Section 2.01. Corporation Form and Purpose. The Corporation is a nonprofit 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.

Section 2.02. General Exempt Purpose. The Corporation is organized and operated exclusively for religious 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. In addition to other lawful purposes related to its religious purposes within the meaning of Code § 501(c)(3), this Corporation's specific purposes shall be:

(a) Operating the parish church and activities of the canonical juridic person known as Our Lady of Perpetual Help Chaldean Catholic Church (the "Parish"), whose purposes conform to the requirements of Code § 501(c)(3).

(b) Administering and managing the affairs, property, and temporalities of the Parish.

(c) The Parish is a parish of the canonical juridic person known as *Eparchia Sancti Petri Apostoli urbis Sancti Didaci Chaldaeorum*, commonly known as the Chaldean Catholic Eparchy of Saint Peter the Apostle (the "Eparchy"). The Eparchy is subject to the ecclesiastical authority of the bishop holding the ecclesiastical office of Bishop of the Eparchy or, in the event of the suspension, incapacity, (voluntary or involuntary) leave of absence, or vacancy in the office of Bishop of the Eparchy, the canonical administrator of the Eparchy (the "Eparchial Bishop") in ecclesial communion with the Chaldean Catholic Patriarch (the "Patriarch") of the Chaldean Catholic Patriarchate of Baghdad (the "Patriarchate") and the Roman Pontiff (i.e., the Pope). As a parish of the Eparchy, the Corporation, to the fullest extent permitted under the California Nonprofit Religious Corporation Law, shall strictly conform to the disciplines, doctrines, and teachings of the Catholic Church as interpreted by the Patriarch and the Roman Pontiff (i.e., the Pope) and promulgated by the Patriarchate or the Holy See, including the *Codex canonum ecclesiarum orientalium* promulgated by the Roman Pontiff, His Holiness, Pope John Paul II on October 18, 1990 by the Apostolic Constitution *Sacri canones*, as

amended from time to time, or corresponding future code of canon law that may be promulgated by a successor Roman Pontiff (the "Eastern Code of Canon Law"), such other applicable canon law as may be promulgated by the Roman Pontiff, and any particular canon law promulgated by the Patriarch or the Eparchial Bishop (collectively, "Canon Law"). In all such matters, the Corporation shall rely upon and defer to the ecclesiastical authority proper to the Roman Pontiff, Patriarch, and Eparchial Bishop.

(d) The Eparchy is a portion of the people of God entrusted to the Eparchial Bishop to shepherd, with the cooperation of the presbyterate of the Eparchy, in such a way that, spiritually adhering to the Eparchial Bishop and gathered by him through the Gospel of Jesus Christ and the Most Holy Eucharist in the Holy Spirit, the Eparchy constitutes a "particular church" in which the one, holy, catholic, and apostolic Church of Christ truly exists and is operative (cf. Canon 177 of the Eastern Code of Canon Law). The Parish is a definite community of the Christian faithful established on a stable basis within the Eparchy (though existing separately from the Eparchy, both canonically and civilly), whose pastoral care is committed to the priest holding the ecclesiastical office of parish priest ("parochus" under the Eastern Code of Canon Law) or, in the event of a vacancy in such office and only for the period of vacancy in such office, the individual duly appointed by the Eparchial Bishop as parochial administrator (the "Parish Priest") in accordance with the disciplines, doctrines, and teachings of the Catholic Church as interpreted by the Patriarch and the Roman Pontiff and promulgated by the Patriarchate and/or the Holy See, including Canon Law.

(e) The territory comprising the Parish, in which the canonical jurisdiction of the Corporation shall be exercised and to which it shall extend, consists of the boundaries of the Parish, as such boundaries may be decreed, established, and/or altered from time to time by the decree of the Eparchial Bishop.

Section 2.04. Ecclesiastical Deference. At all times, in carrying out its religious purposes and activities, the Corporation must rely upon and defer to the ecclesiastical authority proper to the Eparchial Bishop, the Patriarch, and the Roman Pontiff. Further, the Corporation will be bound by Canon Law. The Corporation's status under Canon Law, purpose and mission, and religious beliefs are determined by the Eparchial Bishop in ecclesial communion with the Patriarch and the Roman Pontiff.

ARTICLE III Service of Process

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

Steve Samir Mattia
3835 Avocado Blvd., Suite 265
La Mesa, CA 91941

**ARTICLE IV
Corporate Address**

The initial street and mailing address of the Corporation is:

7625 Hazel Avenue
Orangevale, CA 95662

**ARTICLE V
Membership**

The Corporation will not have members.

**ARTICLE VI
Duration**

The Corporation's duration is perpetual.

**ARTICLE VII
Powers**

Section 7.01. Powers. The Corporation is a nonprofit religious corporation and has all of the powers, duties, authorizations, and responsibilities as provided in the California Nonprofit Religious Corporation Law.

Section 7.02. Non-Exempt Activities Prohibited. 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 this Corporation. Notwithstanding any other provision in these Articles, the Corporation may not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Code § 501(c)(3), or (b) 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), 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

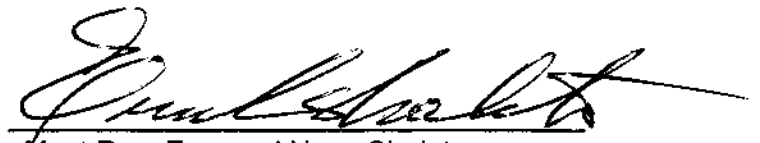
Section 9.01. Political Activities. No substantial part of the Corporation's activities may consist of carrying on propaganda or otherwise attempting to influence legislation, and this Corporation may not participate or intervene in any political campaign (including publishing or distributing statements)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

Section 9.02. Irrevocable Dedication; Private Inurement. The property of the Corporation is irrevocably dedicated to religious purposes. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to any director or officer of the Corporation or to any other individual (except that reasonable compensation may be paid for services rendered to or for the benefit of this Corporation affecting one or more of its purposes), and no director or officer of the Corporation or any other individual shall be entitled to share in any distribution of any of the corporate assets on dissolution of this Corporation or otherwise.

Section 9.03. Dissolution. Upon the dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payment, of all of the Corporation's debts and liabilities, must be distributed to a nonprofit fund, foundation, or corporation that is organized and operated exclusively for religious or religious and charitable purposes, and that has established its tax-exempt status under Code § 501(c)(3). If, at the time of the Corporation's dissolution, the Eparchy is in existence, is organized and operated exclusively for religious purposes, and is exempt from federal income tax under Code § 501(c)(3), then this Corporation's remaining assets must be distributed to the Eparchy. Otherwise, the Corporation's remaining assets must be distributed to a Chaldean Catholic organization; provided that (i) such organization, at the time of the Corporation's dissolution, is operated exclusively for religious or religious and charitable purposes consistent with one or more purposes set forth in Article II of these Articles and is described in Code § 501(c)(3) and 509(a)(1) or 509(a)(2) of the Code; and (ii) the distribution to such organization conforms with the disciplines, doctrines, and teachings of the Catholic Church, including Canon 930 of the Eastern Code of Canon Law and other relevant provisions of Canon Law.

[Signature Page Follows]

Dated: December 5, 2024

A handwritten signature in black ink, appearing to read 'Emanuel Hana Shaleta', written over a horizontal line.

+Most Rev. Emanuel Hana Shaleta
Incorporator