



**ARTICLES OF INCORPORATION
OF
BRING BACK OUR BEACHES**

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-FILED-

File No.: 6363392

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ARTICLE I

The name of the corporation is: Bring Back Our Beaches (the "*Corporation*").

ARTICLE II

The address for this Corporation is: 412 N. El Camino Real, San Clemente, California 92672.

ARTICLE III

The name and address in this State of California of the Corporation's initial agent for service of process is:

Steven J. Davis, Esq.
SD Law Group APC
10531 4S Commons Drive, #464
San Diego, California 92127

ARTICLE IV

A. 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 charitable purposes.

B. The specific purposes for which this Corporation is formed is to raise awareness, and educate the general public, community organizations, governmental agencies, and other stakeholders, on the value of beaches and coastal areas, the general condition of these areas, and the means and methods that may be utilized for the restoration, preservation and protection of beaches and other coastal areas.

C. In general, and subject to such limitations and conditions as are or may be prescribed by law, by these Articles of Incorporation, or by the Bylaws of the Corporation, the Corporation shall have the authority to (a) engage in any and all such activities as are incidental or conducive to the attainment of the purposes of the Corporation set forth in this Article IV of these Articles of Incorporation and (b) exercise any and all powers authorized or permitted under any laws that are now, or hereafter may be, applicable or available to the Corporation.

D. The Corporation shall not have or issue shares of stock. The property of this Corporation is irrevocably dedicated to the purposes in this Article IV and no part of the net

income or assets of this Corporation shall ever inure to the benefit of any director, officer or employee thereof or to the benefit of any private person, except that the Corporation shall be authorized and empowered to pay compensation to its directors or officers for services rendered, and to make payments and distributions in furtherance of the purposes of the Corporation and subject to the limitations of Article IV of these Articles of Incorporation.

E. This Corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on activities not permitted to be conducted or carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Code.

F. 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.

G. On the dissolution or winding up of the Corporation, its assets remaining after payment of, 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 purposes and which has established its tax-exempt status under Section 501(c)(3) of the Code.

ARTICLE V

To the fullest extent permitted by California law, as the same may be amended from time to time, a director of the Corporation shall not be personally liable to the Corporation for monetary damages for breach of fiduciary duty as a director. If the California law is hereafter amended to authorize further reductions in the liability of the Corporation's directors for breach of fiduciary duty, then a director of the Corporation shall not be liable for any such breach to the fullest extent permitted by California law, as so amended. Any repeal or modification of any of the foregoing provisions of this Article V, by amendment of this Article V or by operation of law, shall not adversely affect any right or protection of a director of the Corporation with respect to any acts or omissions of such director occurring prior to such repeal or modification.

ARTICLE VI

To the fullest extent permitted by applicable law, the Corporation is authorized to provide indemnification of (and advancement of expenses to) directors, officers, employees and other agents of the Corporation (and any other persons to which California law permits the Corporation to provide indemnification or advancement of expenses), through bylaw provisions, agreements with any such director, officer, employee or other agent, or otherwise, in excess of the indemnification and advancement otherwise permitted by California law, subject only to limits created by applicable California law (statutory or non-statutory), with respect to actions for breach of duty to a corporation and others.

Any repeal or modification of any of the foregoing provisions of this Article VI, by amendment of this Article VI or by operation of law, shall not adversely affect any right or protection of a director, officer, employee or other agent of the Corporation or any such other person existing at the time of, or increase the liability of any such director, officer, employee, agent or other person with respect to any acts or omissions thereof occurring prior to such repeal or modification.

ARTICLE VII

These Articles of Incorporation and the Bylaws may be amended or restated in accordance with the Bylaws of the Corporation.

ARTICLE VIII

The number of directors that shall constitute the Board of Directors shall be designated in the Bylaws of the Corporation. Vacancies created by the resignation of one or more members of the Board of Directors and new directorships shall be governed by the Bylaws of the Corporation.

For the purpose of forming the Corporation under the laws of the State of California, the undersigned incorporator has executed these Articles of Incorporation.

Dated: August 15, 2024



Steven J. Davis, Sole Incorporator