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**ARTICLES OF INCORPORATION
OF
THE CHARLES RABBIE FAMILY FOUNDATION**

Article I

The name of the corporation is The Charles Rabbie Family Foundation ("Corporation").

Article II

- A. The Corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the California Nonprofit Public Benefit Corporation Law for charitable purposes.
- B. The Corporation is organized and operated exclusively for religious, charitable, scientific, testing for public safety, literary, or educational purposes, or to foster national or international amateur sports competition (but only if no part of its activities involves the provision of athletic facilities or equipment), or for the prevention of cruelty to children or animals, within the meaning of Section 501(c)(3) of the Internal Revenue Code, as it may be amended from time to time (the "Code").

Article III

The name of the Corporation's initial agent for service of process in California is Paracorp Incorporated.

Article IV

The initial street and mailing address of the Corporation is 2804 Gateway Oaks Dr., Suite 100, Sacramento, California 95833.

Article V

The Corporation shall have no members.

Article VI

- A. No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and this Corporation shall not participate in or intervene in any political campaign (including the publishing or distribution of statements) on behalf of, or in

opposition to, any candidate for public office.

- B. Notwithstanding any other provision of these articles of incorporation, the Corporation shall not carry on any activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.
- C. Notwithstanding any other provision of these articles of incorporation or other governing instrument of the Corporation:
- (i) the Corporation's income must be distributed at such time and in such manner so as not to subject the Corporation to tax under Section 4942 of the Code and
 - (ii) the Corporation is prohibited from
 - (a) engaging in any act of self-dealing (as defined in Section 4941(d) of the Code);
 - (b) retaining any excess business holdings (as defined in Section 4943(c) of the Code) which would subject the Corporation to tax under Section 4943 of the Code;
 - (c) making any investments in such manner so as to subject the Corporation to tax under Section 4944 of the Code; and
 - (d) making any taxable expenditures (as defined in Section 4945(d) of the Code).

Article VII

- A. The property of the Corporation is irrevocably dedicated to religious, charitable, scientific, testing for public safety, literary, or educational purposes, or to foster national or international amateur sports competition (but only if no part of its activities involves the provision of athletic facilities or equipment), or for the prevention of cruelty to children or animals, within the meaning of Section 501(c)(3) of the Code. The educational purposes contained in this Article VII are limited to those meeting the requirements of Section 214 of the California Revenue and Taxation Code. No part of the net income or assets of the Corporation shall ever inure to the benefit of any of its directors or officers, or to the benefit of any private person, except that the Corporation is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth above.
- B. Upon the dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation shall be distributed to organizations that qualify as tax exempt organizations under Section 501(c)(3) of the Code.

Dated: 12/23/24, 2024


Yvette Salehmoghaddam, Incorporator