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-FILED-

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**ARTICLES OF INCORPORATION
OF**

**SCOTT D. ROBBINS FAMILY FOUNDATION
A California Nonprofit Public Benefit Corporation**

ARTICLE I

The name of this corporation is Scott D. Robbins Family Foundation.

ARTICLE II

A. This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. This corporation is organized under the California Nonprofit Public Benefit Corporation Law for public and charitable purposes. The specific purposes for which this corporation is formed are for charitable and educational purposes related to serving and enriching the lives of those in need, with an emphasis on serving and enriching the lives of children and young adults, including, for such purposes, the making of distributions to organizations that qualify as exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) and to organizations that qualify as nonprofit charities under the laws of the country in which they are organized.

B. This corporation is intended to be a private foundation described in Section 509(a) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law). For any period this corporation is so described:

(i) This corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law);

(ii) This corporation shall not engage in any act of "self-dealing" as defined in Section 4941(d) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law);

(iii) This corporation shall not retain any "excess business holdings" as defined in Section 4943(c) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law);

(iv) This corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law); and

(v) This corporation shall not make any "taxable expenditures" as defined in Section 4945(d) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE III

The name in the State of California of this corporation's initial agent for service of process is Registered Agent Solutions, Inc.

ARTICLE IV

This corporation's initial street address and mailing address is 3720 Madison Avenue, Suite 190, North Highlands, CA 95660.

ARTICLE V

A. This corporation is organized and operated exclusively for public and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

B. 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, or in opposition to, any candidate for public office.

C. The property of this corporation is irrevocably dedicated to public and charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of, or be distributable to, any director, officer or member thereof or to the benefit of any private person.

D. 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 shall be distributed to a nonprofit fund, foundation or corporation that is organized and operated exclusively for charitable, educational and/or religious purposes and that has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE VI

Notwithstanding any other provisions of these Articles of Incorporation, this corporation shall not carry on any other activities not permitted to be carried on (A) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (B) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE VII

A. The liability of the directors and executive officers of this corporation for monetary damages shall be eliminated to the fullest extent permissible under the California Nonprofit Public Benefit Corporation Law, including, without limitation, as provided in Section 5239 thereof with respect to volunteer directors and volunteer executive officers.

B. This corporation is authorized to provide for, whether by an agreement or otherwise, the indemnification of "agents," as such term is defined in Section 5238 of the California Nonprofit Public Benefit Corporation Law. Notwithstanding the immediately preceding sentence, the directors and executive officers of this corporation shall be entitled to indemnification to the fullest extent permitted under, and in accordance with, Section 5238 of the California Nonprofit Public Benefit Corporation Law.

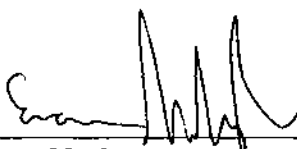
C. This corporation shall have the power to purchase and maintain insurance on behalf of any agent pursuant to, and to the fullest extent permitted under, Section 5238 of the California Nonprofit Public Benefit Corporation Law.

D. Any repeal or modification of this Article VII shall be prospective only and shall not adversely affect any right or protection of a director, executive officer or other agent of this corporation existing at the time of such repeal or modification.

ARTICLE VIII

This corporation shall have no members.

Dated: August 21, 2024



Evan Naylor, Incorporator