

703

ARTICLES OF INCORPORATION  
SOKA UNIVERSITY OF AMERICA

PB 1222068  
FILED  
In the office of the Secretary of State  
of the State of California

JAN 24 1984

MARCH 1984, Secretary of State  
By Belinda V. Faustinos  
Deputy

I

The name of this Corporation is SOKA UNIVERSITY OF AMERICA.

II

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 public and charitable purposes. The public and charitable purposes of the Corporation are to operate a nonprofit institution of higher education.

III

The name of this Corporation's initial agent for service of process is MORI and OTA, a Professional Corporation.

IV

This Corporation shall have not less than three or more than five directors. The names and addresses of the persons who are to act as the initial directors of this Corporation until the selection of their successors are:

<u>Name</u>	<u>Address</u>
1. Hiroshi Okayasu	21-5 Maruyama-cho Hachioji-shi, Tokyo, Japan
2. Makoto Shinohara	Kanto Mansion #505 1-37-12, Koyasu-cho Hachioji-shi, Tokyo, Japan

- |    |                    |  |
|----|--------------------|--|
| 3. | Ryosuke Yoshida    | 21-9 Maruyama-cho<br>Hachioji-shi, Tokyo, Japan          |
| 4. | George M. Williams | 525 Wilshire Boulevard<br>Santa Monica, California 90406 |

V

This Corporation is organized and operated exclusively for educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, as amended. This Corporation shall not have the power to and shall not do any act or conduct any activity, plan, scheme, design, or course of conduct which in any way conflicts with Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, and its regulations as they now exist or as they may hereafter be amended, including but not limited to the following prohibitions:

- A. No part of the net earnings of the Corporation shall inure to the benefit of any private shareholder or individual.
- B. No substantial part of the activities of the Corporation shall in any way involve the carrying on of propaganda or other attempts to influence legislation.
- C. The Corporation shall not, either directly or indirectly, participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

- D. The property of the Corporation shall not be used or operated so as to benefit any officer, trustee, director, shareholder, member, employee, contributor or bondholder, or the owner or operator, or any other person, through the distribution of profits, payment of excessive charges or excessive compensation.
- E. The 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 1954, as amended.
- F. The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, as amended.
- G. The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1954, as amended.
- H. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, as amended.
- I. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, as amended.

VI

The property of this Corporation is irrevocably dedicated to charitable and educational purposes and no part of the net income or assets of this organization shall ever inure to the benefit of any private persons.

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 which is organized and operated exclusively for charitable and educational purposes which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended.

If this Corporation holds any assets in trust, or the Corporation is formed for charitable purposes, such assets shall be disposed of in such manner as may be directed by decree of the superior court of the county in which the Corporation has its principal office upon petition therefor by the Attorney General, or by any person concerned in the liquidation, in a proceeding to which the Attorney General is a party.

DATED: January 2, 1984.

*Teruaki Karasawa*

TERUAKI KARASAWA, Incorporator

*Hiroshi Okayasu*

HIROSHI OKAYASU, Incorporator  
and Director

Makoto Shinohara  
MAKOTO SHINOHARA, Director

Ryosuke Yoshida  
RYOSUKE YOSHIDA, Director

George M. Williams  
GEORGE M. WILLIAMS, Director

We declare that we are the persons who executed the foregoing Articles of Incorporations of SOKA UNIVERSITY OF AMERICA and that said Articles of Incorporation are our own act and deed.

Teruaki Karasawa  
TERUAKI KARASAWA

Hiroshi Okayasu  
HIROSHI OKAYASU

Makoto Shinohara  
MAKOTO SHINOHARA

Ryosuke Yoshida  
RYOSUKE YOSHIDA

George M. Williams  
GEORGE M. WILLIAMS

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