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FILED *SV*
In the office of the Secretary of State
of the State of California

ARTICLES OF INCORPORATION
OF
SAN FRANCISCO FOLK MUSIC CLUB

MAY 30 1997

Bill Jones
BILL JONES, Secretary of State

A California Nonprofit Public Benefit Corporation

1. The name of the corporation is San Francisco Folk Music Club.
2. 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. This corporation is organized exclusively for charitable, scientific, literary and educational 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. Notwithstanding any other provision of these Articles, this corporation shall not, except in an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation, and the 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.
3. The name and address in California of the corporation's initial agent for service of process are David Strain, One Post

Street, Suite 2600, San Francisco, CA 94104.

4. (a) No substantial part of the activities of this corporation shall consist of lobbying or propaganda, or otherwise attempting to influence legislation except as provided in Section 501(h) of the Internal Revenue Code of 1986, and this corporation shall not participate in or intervene in (including publishing or distributing statements) any political campaign on behalf of any candidate for public office.

(b) All corporate property is irrevocably dedicated to the purposes set forth in Article Two above. No part of the net earnings of this corporation shall inure to the benefit of any of its directors, trustees, officers, private shareholders or members, or to individuals.

(c) On the winding up and dissolution of this corporation, after paying or adequately providing for the debts, obligations, and liabilities of the corporation, the remaining assets of this corporation shall be distributed to such organization (or organizations) organized and operated exclusively for charitable, scientific, literary or educational purposes, which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any then applicable United States internal revenue law).

5. The name of the existing unincorporated association now being incorporated by the filing of these articles is San Francisco Folk Music Club.

6. The names and addresses of the persons appointed to act as Initial Directors are:

Jerry Michaels
14701 Skyline Boulevard
Redwood City, CA 94062

Abraham Feinberg
1121 Ashmount Avenue
Oakland, CA 94610

Charles Fenton
141 Winfield Street
San Francisco, CA 94110

Philip Morgan
1368 Clayton Street
San Francisco, CA 94114

Sandra Schuitema
1350 Grove Street
Alameda, CA 94501

Marian L. Gade
136 Highland Boulevard
Kensington, CA 94708

Faith Petric
885 Clayton Street
San Francisco, CA 94117

Joan Hall-Feinberg
1121 Ashmount Avenue
Oakland, CA 94610

Jessica Bryan
1627 Grant Street #G
Berkeley, CA 94703

IN WITNESS WHEREOF, the undersigned Initial Directors of this corporation have executed these Articles of Incorporation this day of February 11, 1997.

Philip Morgan
Charles Fenton
Faith Petric
Jerry Michaels
Abraham Feinberg

Marian L. Gade
Joan Hall-Feinberg
Sandra Schuitema
Jessica Bryan

JERRY MICHAELS, ABRAHAM FEINBERG, CHARLES FENTON, PHILIP MORGAN, SANDRA SCHUITEMA, MARIAN L. GADE, FAITH PETRIC, JOAN HALL-FEINBERG, and JESSICA BRYAN declare that they are the persons who executed the foregoing Articles of Incorporation and that said instrument is their act and deed as Initial Directors of the corporation.

Philip Morgan
Charles Fenton
Faith Petric
Jerry Michaels
Abraham Feinberg

Marian L. Gade
Joan Hall-Feinberg
Sandra Schuitema
Jessica Bryan

DECLARATION

FAITH PETRIC and MARIAN L. GADE declare under penalty of perjury under the laws of California that they are the president and secretary of the San Francisco Folk Music Club, the unincorporated association referred to in the Articles of Incorporation to which this declaration is attached, and that that association has duly authorized and approved in accordance with its rules and procedures its incorporation by means of those articles.

Executed at San Francisco, California on February 11, 1997.

Faith Petric
Marian L. Gade