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FILED
in the office of the Secretary of State
of the State of California

JUL 09 2004

Kevin Shelley
KEVIN SHELLEY, SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
CAPISTRANO CONNECTIONS ACADEMY,
A CALIFORNIA NONPROFIT PUBLIC BENEFIT CORPORATION

I. CORPORATE NAME

The name of this corporation is Capistrano Connections Academy.

II. CORPORATE PURPOSES

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 public purposes and charitable.

B. The specific purposes of this corporation are:

(1) To manage, operate, guide, direct and promote one or more California public schools, including the Capistrano Connections Academy; and

(2) To perform and undertake any and all activities and functions, including soliciting contributions of money and property from the general public, as may be proper in connection with this corporation's general and specific purposes.

III. INITIAL AGENT FOR SERVICE

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

Frances Sassin
26440 Via California
Capistrano Beach, California
92624-1233

IV. LIMITATION ON CORPORATE ACTIVITIES

A. This corporation is organized and operated exclusively for charitable and public purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

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 publishing or distribution of statements) on behalf of any candidate for public office.

C. Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or (b) a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended.

V. DEDICATION AND DISSOLUTION

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

B. Upon the dissolution or winding up of the corporation, after paying or adequately providing for the corporation's debts and obligations, its remaining assets shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for public and charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.



Mary K. Norvell, Incorporator