



State
of
California
SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the annexed transcript was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this

APR 18 1996



Bill Jones

Secretary of State

1731624

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

APR 5 1996

ARTICLES OF INCORPORATION
OF
VALLEY SPORTS FOUNDATION, INC.,
a California Non-Profit Public Benefit Corporation

Bill Jones
BILL JONES, Secretary of State

I.

The name of this corporation is Valley Sports Foundation, Inc.

II.

This corporation is a non-profit public benefit corporation and is not organized for the private gain of any person. It is organized under the non-profit Public Benefit Corporation Law for charitable purposes. This corporation is organized exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.

III.

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

Murad M. Siam
888 West Sixth Street, 9th Floor
Los Angeles, California 90017

IV.

(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 or in opposition to 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

or educational purposes which have established tax exempt status under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law) and which has established tax exempt status under section 23701(d) of the California Revenue and Taxation Code (or the corresponding section of any future California Revenue and Tax law).

Dated: April 3, 1996


Dennis P. Burke

I hereby declare that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.


Dennis P. Burke