

NES

PB 1207122

ARTICLES OF INCORPORATION

OF

TOPANGA ENRICHMENT PROGRAMS, INC.
A Nonprofit Corporation

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

JUL 28 1983

MARION HUNG EU, Secretary of State

By Belinda V. Francisco

Deputy

I

The name of this corporation is TOPANGA ENRICHMENT PROGRAMS, INC., A Nonprofit Corporation.

II

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 charitable purposes.

B. The specific purpose of this corporation is the planning, funding and/or operation of supplemental educational programs to enrich the curriculum of basic education offered to the students at Topanga Elementary School, Topanga California and the conduct of fund raising activities for the support of such programs.

III

The name and address in the State of California of this corporation's initial agent for service of process is: LYNN B. HAIGH, 21034 Hillside Drive, Topanga, California 90290.

IV

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

B. Notwithstanding any other provision of these articles, 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 or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

C. No substantial part of the activities of this corporation shall consist of carrying on propoganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any

political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

V


The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the 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 purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

VI

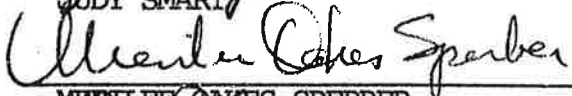
The number of directors of this corporation shall be that established in the By-Laws of this corporation, the names and addresses of the incorporators and first directors of this corporation are as follows:

Judy Smart	19746 Observation Drive Topanga, CA 90290
Merilee Oakes Sperber	19764 Grandview Drive Topanga, CA 90290
Roger Pittman	19827 Valley View Drive Topanga, CA 90290
Stanley C. Young	19903 Summit Drive Topanga, CA 90290
Lynn B. Haigh	21034 Hillside Drive Topanga, CA 90290

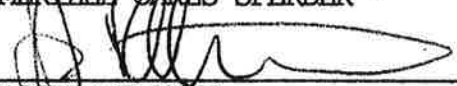
DATED: July 22, 1983



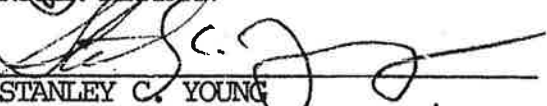
JUDY SMART



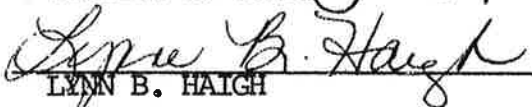
MERILEE OAKES SPERBER



ROGER PITTMAN




STANLEY C. YOUNG




LYNN B. HAIGH

We are the persons whose names are subscribed above. We are all of the incorporators and initial directors of TOPANGA ENRICHMENT PROGRAMS, INC., A Nonprofit Corporation, and named as such in the foregoing Articles of Incorporation. The foregoing Articles of Incorporation are our act and deed, jointly and severally.

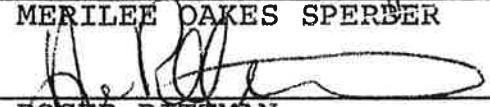
DATED: July 22, 1983



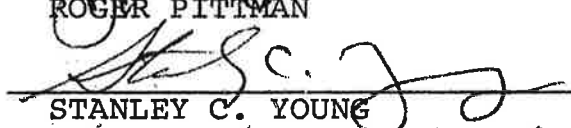
JUDY SMART




MERILEE OAKES SPERBER



ROGER PITTMAN



STANLEY C. YOUNG



LYNN B. HAIGH