OF

# THE SEA RANCH VOLUNTEER FIRE DEPARTMENT, INC.

#### ARTICLE I

The name of this corporation is The Sea Ranch Volunteer Fire Department, Inc.

### ARTICLE II

A. The specific and primary purposes for which this Corporation is formed and the specific and primary powers which this Corporation is to exercise are to operate and maintain The Sea Ranch Volunteer Fire Company, which is located at The Sea Ranch, California and is organized and operated pursuant to Part 4, Division 12 (commencing at §14825) of the Health & Safety Code of the State of California.

B. Subject to Article IIA, Article IIC and to Article III, the general purposes for which this Corporation is formed and the general powers which this corporation is to exercise are to perform any of the following activities necessary or desirable to execute the specific and primary purposes of this Corporation as set forth in Article IIA above, but for no other purpose or purposes:

 to receive, administer, invest, reinvest, convert, encumber, transfer and/or disburse any funds or other real or personal property of this corporation;

Deputy

2. to purchase, or otherwise acquire, own, hold, sell, assign, transfer, or otherwise dispose of, mortgage, pledge, or otherwise hypothecate or encumber shares, bonds, notes, debentures, or other securities or evidences of indebtedness of any person, firm, corporation or association, and, while the owner or holder thereof, to exercise all rights, powers, and privileges of ownership;

3. to acquire by purchase, gift, bequest or otherwise, either absolutely, or subject to condition or covenant, or in trust, any real or personal property of any nature whatsoever;

4. to own, hold, use, sell, exchange, assign, convey, lease, dispose of, pledge, mortgage, encumber, or hypothecate any real or personal property of any nature whatsoever;

5. to borrow money or otherwise incur indebtedness;

6. to secure the repayment of any indebtedness of the corporation by mortgage, pledge, deed of trust, or other hypothecation of real and/or real property of this corporation;

7. to do any one or more of the activities authorized in this Article IIB and to do all acts or things necessary or incidental thereto;

 to exercise any other or additional power now or hereafter authorized by law.

9. to perform any activity authorized in this Article IIB either alone or in conjunction with another

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person or other persons, or as principal, agent, or otherwise;

10. to exercise any power now or hereafter granted under the laws of the State of California to corporations organized under the General Nonprofit Corporation Law of the State of California which is not inconsistent with these Articles of Incorporation.

C. This Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this Corporation as limited by the provisions of Section 501(c)(4) of the Internal Revenue Code of 1954, as amended.

#### ARTICLE III

Notwithstanding any of the provisions of Article II, this Corporation shall not, except to an insubstantial degree, engage in any activity or exercise any power that is not in furtherance of the specific and primary purposes of this Corporation as set forth in Article IIA.

This Corporation is not organized to make pecuniary gain or profit to its members, but is organized solely for charitable purposes. The property of this Corporation is irrevocably dedicated to charitable purposes. Upon liquidation, dissolution, or abandonment of this Corporation, after providing for its debts and obligations, the remaining assets of this Corporation shall not innure to the benefit of any private person, but shall be distributed to the United States of America, the State of California, or any political subdivision of either, or to a

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nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable, educational, religious, and/or scientific purposes.

# ARTICLE IV

This Corporation is organized pursuant to the General Nonprofit Corporation Law of the State of California and does not contemplate pecuniary gain or profit to the members thereof and is organized for nonprofit purposes.

### ARTICLE V

The County in the State of California where the principal office for the transaction of the business of this Corporation is located is the County of Sonoma.

### ARTICLE VI

The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

James H. Cummings	The Sea Ranch, California 95497
Gordon Laduke	The Sea Ranch, California 95497
Frank J. Miller	The Sea Ranch, California 95497
Archer J. Richardson	Stewarts Point, California 95480
John Richardson	Stewarts Point, California 95480

### ARTICLE VII

The property of the members, officers, and/or directors of this Corporation shall not be subject to the payment of corporate debts.

# ARTICLE VIII

The authorized number and qualification of members of this Corporation, the different classes of membership, if any, the rights and privileges of members, the liability of members for dues and assessments and the method of collection thereof shall be as set forth in the By-Laws.

# ARTICLE IX

The business and affairs of this Corporation have heretofore been performed by an unincorporated association under the name of

We, the undersigned incorporators, who are also the first Directors of this Corporation, have executed these Articles of Incorporation on December  $\frac{20}{2}$ , 1972.

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STATE OF CALIFORNIA ) ) ss. COUNTY OF Sonoma

December 20 On , 1972, before me, the undersigned, a Notary Public in and for said State, personally appeared James H. Cummings, Gordon Laduke, Frank J. Miller, Archer J. Richardson, and John Richardson, known to me to be the persons whose names are subscribed to the within instrument and acknowledged that they executed the same.

WITNESS my hand and official seal.

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GEOPOL V. PALOBORN ( MARCHAR POLIS - MARCHAR PAG PAL DEAL IS Street within 1. ; 11 11 n C plus Oct. 10, 1976 

Article II, Section 1. <u>Membership</u>. The members of the cerporation shall consist of the persons signing the Certificate of Incorporation and such other person or persons as the-members-may-elect,-by-a-vete-ef-the-majerity-ef-all-the-membersef-the-eerperation,-at-any-annual-ep-special-meeting-ef-the members--may be elected by a majority of the Directors at any regular or special meeting of the Board of Directors.

Article II, Section 4. - Annual Meetings. The annual meetings of the corporation shall be held at the principal office of the corporation on the second Monday in September in each year, if-net-a-legal-heliday, and if-a-legal-heliday, then on the-next-succeeding-day-net-a-legal-heliday, or at such other reasonable time not more than 30 days before or after such date as may be designated by notice of the Board of Directors delivered to the members not less than ten days prior to the date fixed for said meeting, for the purpose of electing Directors, and for the transaction of such other business as may properly come before the meeting.

(The above amendment adopted October 6, 1976)

3. Resignation of Members. Any member may resign from the corporation by delivering a written resignation to the President or Secretary of the corporation. Any member who permanently departs The Sea Ranch area and who neglects to resign his membership may be removed from membership by majority vote of the . Board of Directors.

(Underlined portion of above adopted by amendment Aug. 2, 1978.)