ARTICLES OF INCORPORATION

OF

NOVATO COMMUNITY INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, citizens and residents of the State of California, have this day associated ourselves together for the purpose of forming a non-profit corporation under the provisions of Title XXII of Part IV of Division I of the Civil Code of the State of California, Sections 593 to 606, both included, of said Civil Code, and as hereafter amended, substituted, revised or added to, and we hereby certify as follows:

1. That the name of said corporation shall be

NOVATO COMMUNITY INC.

2. That the purposes for which said corporation is formed are:

(a) To create a legally constituted body through which and in whose name a united, thorough and cooperative study, survey, investigation and analysis of any and all civic, communal, sanitary, educational, social, charitable, recreational, and/or moral needs, problems, matters, projects, affairs and/or activities, including but not limited to police and fire protection, water supplies, public utility services, roads and highways, transportation, medical care, public health and sanitation, can be made and the information disseminated among its members; to institute any action necessary to encourage, promote or secure the accomplishment of any or all such needs, projects, affairs and activities as it shall determine will or may contribute to or promote the protection, improvement or betterment of life and property rights and the general interests of residents in the Town of Novato in the
County of Marin and in the immediate vicinity thereof; to oppose, discourage, combat or endeavor to correct the contrary kind.

(b) To sue and be sued.

(c) To enter into, make, perform and carry out contracts of every kind for any lawful purpose, without limit as to amount, with any person, firm, association, or corporation, municipality, county, state or other municipal or governmental subdivision.

(d) To borrow money; to issue bonds, notes, debentures or other obligations of this corporation from time to time for any of the objects or purposes of this corporation, and to secure the same by mortgage, pledge, deed of trust or otherwise, or to issue the same unsecured.

(e) To act as trustee under any trust incidental to the principal objects of the corporation and to receive, hold, administer or expend funds and property subject to such trust.

(f) To do anything and everything necessarily incident to the carrying out of such purposes, including the power to acquire by purchase, contract, devise or gift and to accept conveyances of and to possess, hold, enjoy, improve, and develop and to grant, sell, exchange, lease, transfer, convey and otherwise dispose of and generally deal in real and personal property of every kind and nature whatsoever and wheresoever situated.

(g) To carry on any business whatsoever and to do all the acts which this corporation may deem necessary or expedient for the administration of its affairs or to attain or promote any or all of the purposes of the corporation and to have and to exercise all the powers conferred upon non-profit corporations by the laws of the State of California now in effect or as hereafter amended, added to or revised.
(h) The objects, purposes and powers specified in each of the clauses or paragraphs in these articles shall be regarded as independent objects, purposes and powers to be carried out without profit or pecuniary gain to the members.

3. That the principal office for the transaction of the business of said corporation is and shall be located in the Town of Novato, County of Marin, State of California.

4. That the number of its directors shall be nine (9) and that the names and residences of the directors who are appointed to act until the election of their successors at the first regular meeting of the members of the corporation are as follows:

<table>
<thead>
<tr>
<th>Names</th>
<th>Residences</th>
</tr>
</thead>
<tbody>
<tr>
<td>ALFRED W. BOWMAN</td>
<td>Novato, California</td>
</tr>
<tr>
<td>W. Q. WRIGHT, JR.</td>
<td>Novato, California</td>
</tr>
<tr>
<td>C. J. BOONE</td>
<td>Novato, California</td>
</tr>
<tr>
<td>AGNES S. KATLAS</td>
<td>Novato, California</td>
</tr>
<tr>
<td>HILDA M. MACDONALD</td>
<td>Novato, California</td>
</tr>
<tr>
<td>LLOYD A. RASMUSSEN</td>
<td>Novato, California</td>
</tr>
<tr>
<td>J. CYRIL FLUGGER</td>
<td>Novato, California</td>
</tr>
<tr>
<td>E. L. BACCAGLIO</td>
<td>Novato, California</td>
</tr>
<tr>
<td>EDWARD DUFFY</td>
<td>Novato, California</td>
</tr>
</tbody>
</table>

The number of directors may be changed from time to time as provided in the by-laws.

5. The number and qualification of members, the classes of membership, the property, voting and other rights and privileges of members and liability for dues or assessments shall be as set forth in the by-laws.
IN WITNESS WHEREOF, we have hereunto set our hands and seals this 13th day of August, 1947.

[Signatures]

- [Signatures]

- [Signatures]
STATE OF CALIFORNIA, 
COUNTY OF MARIN 

On this 13th day of August, 1947, before me, George G. Faulkner, a Notary Public in and for the County of Marin, in said State, residing therein, duly commissioned and sworn, personally appeared ALFRED W. BOYMAN, W. Q. WRIGHT, JR., Q. J. BJORNE, AGNES S. KATLAS, HILDA M. MACDONALD, LLOYD A. RASMUSSEN, J. CYRIL FLUGGER, E. L. BACCAGLIO and EDWARD DUFFY, known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the County of Marin, the day and year in this certificate first above written.

George G. Faulkner

Notary Public in and for the County of Marin, State of California

My Commission Expires
April 14, 1951
STATE OF CALIFORNIA
OFFICE OF
Franchise Tax Commissioner
SACRAMENTO 14

August 18, 1947

Novato Community Inc.
_0/o George O. Faulkner
Novato, California

Gentlemen:

RE: Exemption From Franchise Tax

The claim submitted by your organization for exemption from taxation under the Bank and Corporation Franchise Tax Act is approved. Annual franchise tax returns need not be filed unless the character of the organization, its purposes, methods of operation, sources of income, or methods of distribution of its income, be changed. Changes in any of these particulars must be reported promptly to this department.

Very truly yours

CHAS. J. McCOLGAN
Franchise Tax Commissioner

219676

cc - Sec. of State
cc - Russell
MAR: no

By

By

Milton A. Buoy
Assistant Tax Counsel
This would be amended to read:

5(a) Upon the winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a nonprofit fund, foundation or corporation, which is organized and operated exclusively for charitable, educational, or religious and/or scientific purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

5(b) No part of the net earnings of this corporation shall ever inure to or for the benefit of or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the exempt purposes for which it was formed.

3. That at a meeting of the members of said corporation, duly held at Novato, California, on October 21, 1974, a resolution was adopted, and the wording of the amended article is set forth in the members' resolution is the same as that set forth in the directors' resolution in Paragraph 2 of this certificate.

4. That the number of members who voted affirmatively for the adoption of said resolution is 35, and that the number of members constituting a quorum is 15.

Caryl Yaudes, President

Jackie Bonner, Secretary

Each of the undersigned declares under penalty of perjury that the matters set forth in the foregoing certificate are true and correct. Executed at Novato, California, on October 21, 1974.

Caryl Yaudes, President

Jackie Bonner, Secretary
CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION

Carol Yauzes and Jackie Goenner certify:

1. That they are the president and secretary, respectively, of
Novato Community Inc., a California corporation.

2. That at a meeting of the board of directors of said corporation,
duly held at Novato, California, on October 21, 1974, the following
resolution was adopted:

"RESOLVED: That Section 4 of the Articles of Incorporation of
this corporation which now reads:

Section 4: That the purposes for which said corporation is formed are:

(a) To create a legally constituted body through which and in whose
name a united, thorough and co-operative study, survey, investiga-
tion and analysis of all and all civic, communal, sanitary, educa-
tional, social, charitable, recreational and/or moral needs,
problems, matters, projects, affairs and/or activities, including
but not limited to police and fire protection, water supplies,
public utility services, roads and highways, transportation,
medical care, public health and sanitation, can be made and the
information disseminated among its members, to institute any action
necessary to encourage, promote or secure the accomplishment of
any or all said goals, projects, affairs and activities as it
shall determine will or may contribute to or promote the protective,
improvement or betterment of life and property rights and the
general interest of residents in the City of Novato in the county
of Marin and in the immediate vicinity thereof; to oppose,
discourage, combat or endeavor to correct the contrary kind.

Is amended to read:

The proposed amendment would read:

Section 4:

To operate a non-profit community theatre with volunteer actors
selected from the community.

Resolved, further, that Article 5 which now reads:

Section 5: The number and qualification of the members, the classes of
membership, the property, voting and other rights and
privileges of members and liability for lien of assessments
shall be set forth in the by-laws.