

State of California

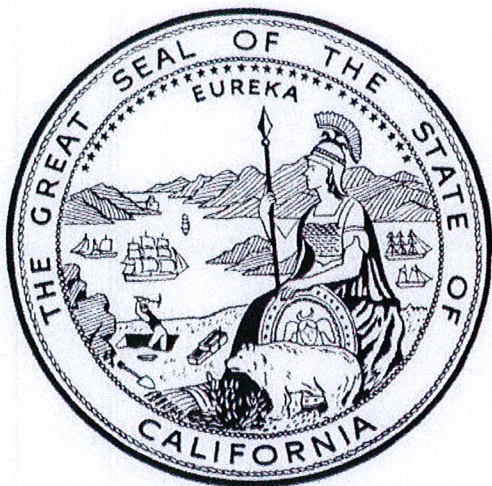
OFFICE OF THE SECRETARY OF STATE

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

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

APR 3 - 1980



March Fong Eu

Secretary of State

FILED

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

AUG - 6 1979

JAMES H. HUNTER, Secretary

By [Signature]
DeputyARTICLES OF INCORPORATIONOFLONG BEACH COMMUNITY SERVICES DEVELOPMENT CORPORATIONI. Name

The name of this corporation is Long Beach Community Services Development Corporation (referred to as the "Corporation").

II. Purposes and Powers

(a) The primary purposes for which the Corporation is formed are:

To operate a non-profit corporation for the purpose of promoting, developing and managing a diversified program of assistance for low income residents of the City of Long Beach.

(b) The general purposes and powers are to have and to exercise all rights and powers conferred on non-profit corporations under the laws of California, including the power to contract, rent, buy or sell personal or real property, provided, however, that this Corporation shall not, except to an insubstantial degree, engage in activities or exercise any powers that are not in furtherance of the primary purpose of this Corporation.

(c) No substantial part of the activities of this Corporation shall consist of carrying on propaganda, 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.

III. Organization

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

IV. Principal Office

The principal office for the transaction of the business of the Corporation is in Los Angeles County, California.

V. Dedication and Dissolution

(a) 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.

(b) Upon the dissolution or winding up of this Corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of this Corporation shall be distributed to a nonprofit fund, foundation, or corporation that is organized and operated exclusively for charitable purposes and which has estab-

lished its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code and Section 23701(d) of the Revenue and Taxation Code.

(c) If this Corporation holds any assets in trust, or the Corporation is formed for charitable purposes, such assets shall be disposed of in such manner as may be directed by decree of the Superior Court of the County in which the Corporation has its principal office, on petition therefor by the Attorney General or by any person concerned in the liquidation, in a proceeding to which the Attorney General is a party.

VI. Members of Corporation

The authorized number and qualification of members of the Corporation, the different classes of members, if any, the property, voting, and other rights and privileges of members, and their liability for assessments and the method of collecting them shall be controlled by the Bylaws.

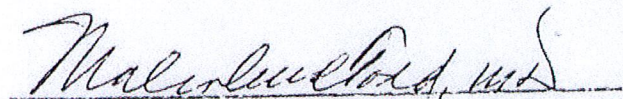
VII. Initial Directors


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

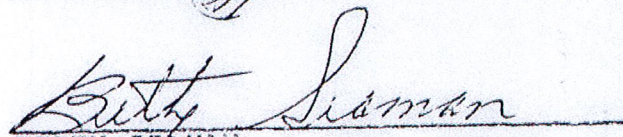
<u>NAME</u>	<u>ADDRESSES</u>
Malcolm Todd	5330 El Parque Long Beach, California 90805
Jack Jay Jacobs	666 East Ocean Boulevard Long Beach, California 90802
Betty Seaman	666 East Ocean Boulevard Long Beach, California 90802

The exact number of directors shall be fixed from time to time by a bylaw or amendment thereof duly adopted by the members of the Corporation or by the Board of Directors.

IN WITNESS WHEREOF, the undersigned, being the persons named above as first directors, have executed these Articles of Incorporation, this 1st day of August, 1979.


MALCOLM TODD


JACK JAY JACOBS


BETTY SEAMAN

STATE OF CALIFORNIA)
) ss.
COUNTY OF LOS ANGELES)

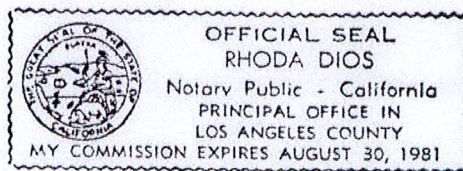
On Aug. 2, 1979, before me, the undersigned,
a Notary Public in and for said County and State personally
appeared MALCOLM TODD M.D. known to me to be the person
whose name is subscribed to the foregoing instrument and
acknowledged that he executed the same.

WITNESS my hand and official seal.

Rhoda Dios

Notary Public in and for said
County and State

[Notarial Seal]



STATE OF CALIFORNIA)
) ss.
COUNTY OF LOS ANGELES)

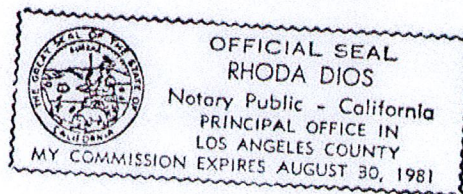
On Aug. 2, 1979, before me, the undersigned,
a Notary Public in and for said County and State personally
appeared PETTY SEAMAN, known to me to be the person
whose name is subscribed to the foregoing instrument and
acknowledged that he executed the same.

WITNESS my hand and official seal.

Rhoda Dios

Notary Public in and for said
County and State

[Notarial Seal]



STATE OF CALIFORNIA)
) ss.
COUNTY OF LOS ANGELES)

On Aug. 2, 1979, before me, the undersigned,
a Notary Public in and for said County and State personally
appeared JACK JAY JACOBS, known to me to be the person
whose name is subscribed to the foregoing instrument and
acknowledged that he executed the same.

WITNESS my hand and official seal.

Rhoda Dios
Notary Public in and for said
County and State

[Notarial Seal]



CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF

LONG BEACH COMMUNITY SERVICES DEVELOPMENT CORPORATION

ENDORSED
FILED
In the office of the Secretary of State
of the State of California
MAR 28 1980
MARCH FONG EU, Secretary of State
By JAMES E. HARRIS
Deputy

Malcolm Todd, M.D., and Rae LaForce certify that:

1. They are the Chairman of the Board of Directors and the Secretary, respectively, of Long Beach Community Services Development Corporation, a California corporation.

2. Article II(a) of the Articles of Incorporation of said corporation shall be amended to read as follows:

"(a) The primary purposes for which the Corporation is formed are:

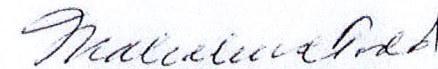
To operate a non-profit corporation for the purpose of promoting, developing and managing a diversified program of assistance for low income residents of the City of Long Beach.

This Corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954.

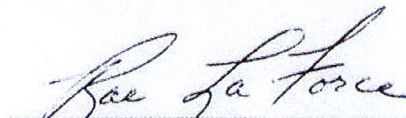
Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law)."

3. The amendment has been approved by the Board of Directors.

4. The corporation has no members.



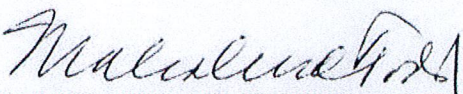
Malcolm Todd, M.D.



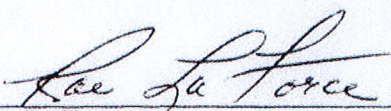
Rae LaForce

Each of the undersigned declares under penalty of perjury that the matters set forth in the foregoing certificate

are true and correct of their own knowledge and that this
declaration was executed on January 29, 1980, at Long Beach
California.



Malcolm Todd, M.D.



Rae LaForce