

State of California

OFFICE OF THE SECRETARY OF STATE

#2826

FILED MAR 30 1976

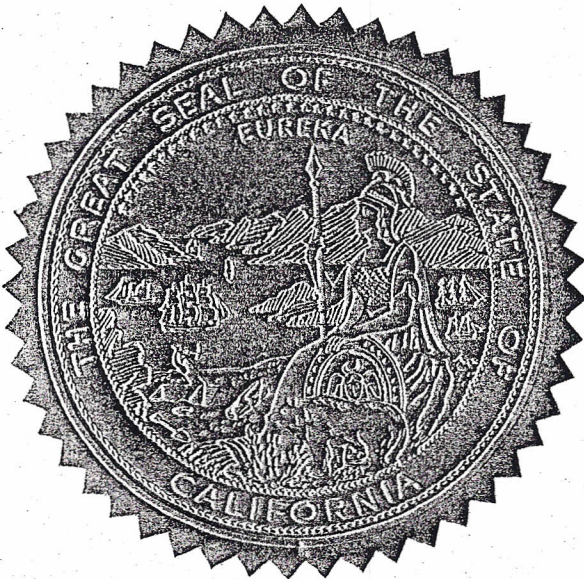
FLORENCE W. CUNNY, CLERK
BY I. E. MORGAN
DEPUTY CLERK

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

MAR 25 1976



March Fong Eu

Secretary of State

766284

ENDORSED
FILED

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

MAR 24 1976

MARCH FONG EU, Secretary of State

Myrtle P. Reintzma
Deputy

ARTICLES OF INCORPORATION

OF

ROTARY CLUB OF NORTH NAPA, CALIFORNIA

I

The name of this corporation shall be ROTARY CLUB OF NORTH NAPA, CALIFORNIA.

II

The purposes for which this corporation is formed are:

(a) The specific and primary purpose is to operate a community service club.

(b) The general purposes and powers are to have and 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 any activities or exercise any powers that are not in furtherance of the primary purposes of this corporation.

III

This corporation is organized pursuant to the General Non-Profit Corporation Law of the State of California.

IV

The county in this State where the principal office for the transaction of the business of this corporation is located is Napa County.

V

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>Address</u>
WILLIAM BRESCIANI	3326 Sunview Drive, Napa, Ca 94558

<u>Name</u>	<u>Address</u>
JOHN DUSER	1104 Princeton Lane, Napa, Ca 94558
ROBERT F. CLARK	2085 Trower Avenue, Napa, Ca 94558
LOUIS O. WURZ, JR.	14560 Highway 128, Calistoga, Ca 94515
HERBERT C. WAECHTLER	1188 Jerome Way, Napa, Ca 94558
ORLAND C. MORGAN	3878 Yosemite Street, Napa, Ca 94558
JAMES G. WIGGER	1023 Century Drive, Napa, Ca 94558
ROLAND D. SCHRETTE	2109 Trower Avenue, Napa, Ca 94558
ROBERT E. SPROTT	75 El Cortez Drive, Napa, Ca 94558

VI

The authorized number and qualifications of members of the corporation, the different classes of membership, if any, the voting and other rights and privileges of members shall be as set forth in the By-Laws.

VII

This corporation is one which does not contemplate pecuniary gain or profit to the members thereof and it is organized solely for nonprofit purposes. 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, religious and/or scientific purposes and which has established its tax-exempt status under Section

501(c)(3) of the Internal Revenue Code. If this corporation holds any assets on trust, such assets shall be disposed of in such manner as may be directed by decree of the superior court of the county in which this corporation's principal office is located, upon petition therefor by the Attorney General or by any person concerned in the liquidation.

VIII

The name of the unincorporated association which is being incorporated is ROTARY CLUB OF NORTH NAPA, CALIFORNIA.

IN WITNESS WHEREOF, the undersigned, being the President and the Secretary, respectively, of ROTARY CLUB OF NORTH NAPA, CALIFORNIA, the unincorporated association which is being incorporated hereby, have executed these Articles of Incorporation this 10th day of February, 1976.

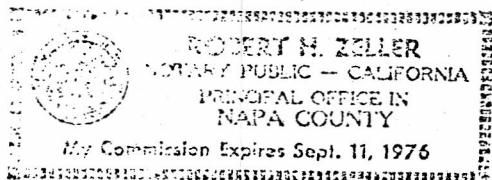
William Bresciani
William Bresciani, President

John Duser
John Duser, Secretary

STATE OF CALIFORNIA)
COUNTY OF NAPA)

On this 10th day of February, 1976, before me, ROBERT H. ZELLER, a Notary Public for the State of California, with principal office in Napa County, personally appeared WILLIAM BRESCIANI and JOHN DUSER, known to me to be the persons whose names are subscribed to the within 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 on the day and year first above written.



Robert H. Zeller
Robert H. Zeller, Notary Public

STATE OF CALIFORNIA)
)
COUNTY OF NAPA)

WILLIAM BRESCIANI and JOHN DUSER, being first duly sworn,
each for himself, deposes and says:

That WILLIAM BRESCIANI is the President and that JOHN
DUSER is the Secretary of ROTARY CLUB OF NORTH NAPA, CALIFORNIA,
the unincorporated association mentioned in the foregoing
Articles of Incorporation; that said association has duly
authorized its incorporation and has authorized the undersigned,
as said officers, to execute the Articles of Incorporation.

William Bresciani
William Bresciani

John Duser
John Duser

Subscribed and sworn to before me this 10th day of
February, 1976.

(SEAL)

Robert H. Zeller
Notary Public, State of
California - Principal Office
in Napa County

