

State
of
California
OFFICE OF THE SECRETARY OF STATE

CORPORATION DIVISION

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

That the annexed transcript has been compared with the corporate 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

MAY 23 1989



March Fong Eu

Secretary of State

ENDORSED
FILED
in the office of the Secretary of State
of the State of California

MAY 23 1989

ARTICLES OF INCORPORATION

OF

MARCH FONG EU, Secretary of State

THE NEXT GENERATION SWING DANCE CLUB, INC.

A California Public Benefit Corporation

One: The name of this corporation is The Next Generation Swing Dance Club, Inc.

Two: 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 public purposes. The specific purposes for which this corporation is organized are to encourage swing dancing as an art form, to promote swing dancing and to encourage other forms of social dancing among the general public, to provide dance instruction and educational materials, and to foster a warm and encouraging environment for new dancers.

Three: The name and address in California of the corporation's initial agent for service of process is:

Rosemary Lee Montalvo
210 - 29th Street
San Francisco, California 94131

Four: (a) This corporation is organized and operated exclusively for educational, cultural and artistic purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States internal revenue law (the "Code").

(b) Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Code.

(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, or in opposition to, any candidate for public office.

(d) The corporation will distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code.

(e) The corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Code.

(f) The corporation will not retain any excess business holdings as defined in Section 4943(c) of the Code.


(g) The corporation will not make any investments in such manner as to subject it to tax under Section 4944 of the Code.

(h) The corporation will not make any taxable expenditures as defined in Section 4945(d) of the Code.

Five: The property of this corporation is irrevocably dedicated to the purposes set forth in Article Two, above, and no part of the net income or assets of the organization shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person.


On the dissolution or winding up of the 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 which is organized and operated exclusively for the promotion of swing dancing and/or other forms of social dancing and which has established its tax-exempt status under Section 501(c)(3) of the Code.

Dated: May 15, 1989.



Rosemary Lee Montalvo
Incorporator

I, the above-mentioned incorporator of this corporation, hereby declare that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.



Rosemary Lee Montalvo
Incorporator