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Secretary of State
State of California

DEC 31 2012

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RESTATED ARTICLES OF INCORPORATION
OF
DONALD P. AND KATHERINE B. LOKER UNIVERSITY STUDENT UNION, INCORPORATED

The undersigned certify that:

1. They are the Chair of the Board and the Secretary, respectively, of Donald P. and Katherine B. Loker University Student Union, Incorporated, a California nonprofit corporation.
2. The Articles of Incorporation of this corporation are amended and restated to read as follows:

ONE: The name of the Corporation is Donald P. and Katherine B. Loker University Student Union, Incorporated.

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 charitable purposes.

THREE: This Corporation is organized exclusively for charitable, scientific, literary, or educational 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. Notwithstanding any other provision of these Articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation, and 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 1986 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 1986 or the corresponding provision of any future United States internal revenue law.

FOUR: The Corporation shall have no members as that term is defined in Section 5056 of the California Corporations Code, or in any successor statute thereto. Any Corporate action which would otherwise require approval by a majority of all members or approval by the members of the Corporation shall require only approval of the Board of Directors.

FIVE: a) No substantial part of the activities of this Corporation shall consist of lobbying or propaganda, or otherwise attempting to influence legislation, except as provided in Section 501 (h) of the Internal Revenue Code of 1986, and this Corporation shall not participate in or intervene in (including publishing or distributing statements) any political campaign on behalf of any candidate for public office except as otherwise provided in Section 501 (h) of the Internal Revenue Code of 1986.

b) All Corporate property is irrevocably dedicated to the purposes set forth in Article THREE, above. No part of the net earnings of this Corporation shall inure to the benefit of any of its directors, trustees, officers, private shareholders, or to individuals.

c) Upon the winding up and dissolution of the Corporation after paying or adequately providing for the debts, obligations, and liabilities of the Corporation, all net assets, other than trust funds, shall be distributed to a successor approved by the President of California State University, Dominguez Hills, and by the Chancellor of The California State University. Such successor shall have tax-exempt status under Section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States internal revenue law) and under Section 23701d of the California Revenue and Taxation Code, or the corresponding section of any future California revenue and tax law.

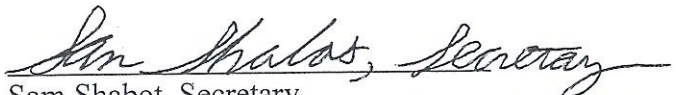
3. The foregoing amendment and restatement of Articles of Incorporation has been duly approved by the Board of Directors.

4. The corporation has no members.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: 12/20/12


Gina Delahoussaye, Chair of the Board


Sam Shabot, Secretary

ARTICLES OF INCORPORATION
OF THE
DONALD P. AND KATHERINE B. LOKER
UNIVERSITY STUDENT UNION, INCORPORATED

ARTICLE I

The name of this Corporation is the:

DONALD P. AND KATHERINE B. LOKER UNIVERSITY STUDENT UNION,
INCORPORATED

ARTICLE II

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 charitable purposes.

ARTICLE III

This Corporation is formed and shall operate an "auxiliary organization" of California State University, Dominguez Hills under the California State Auxiliary Organizations law of the California Education Code (Section 89900 et. seq.) This Corporation shall operate as an integral part of the educational program of California State University, Dominguez Hills (hereinafter called "University") and shall be supervised by the Trustees of the California State University and the President of California State University, Dominguez Hills pursuant to Division 5, Chapter 1, Subchapter 6 (section 42400 et. seq.) of the California Code of Regulations.

ARTICLE IV

The purpose for which this Corporation is formed is to operate a University student union facility as a student body center for the benefit of students, faculty, staff, alumni, and guests in order to promote and assist the educational program of the University operating as an integrated part of the overall University campus programs and to apply the funds and properties coming under its control toward furthering the educational program carried on or approved by the administrative officers of the University.

ARTICLE V

Except as limited by its Articles of Incorporation and bylaws, this Corporation shall have all benefits, privileges, rights and powers created, given, extended or conferred upon nonprofit corporations by the provisions of the California Nonprofit Public Benefit Corporation Law, all other applicable laws and any additions or amendments thereto.

ARTICLE VI

This Corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986.

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 1986 or

(b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986.

No substantial part of the activities of this Corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and this Corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE VII

This Corporation is not organized, nor shall it be operated, for pecuniary gain or profit, and does not contemplate the distributions of gains, profits or dividends to its members or to any private shareholder or individual. The property, assets, profits, and net income of this Corporation are irrevocably dedicated to the charitable purposes set forth in Article IV, and no part of the profits or net income or assets of this Corporation shall ever inure to the benefit of any private shareholder or individual. Upon the dissolution of this Corporation, net assets, other than trust funds, shall be distributed to one or more nonprofit corporations organized and operated for the benefit of California State University, Dominguez Hills and approved by the President of the University and the Board of Trustees of The California State University. Such nonprofit corporation or corporations must be qualified for Federal income tax exemption

under Section 501(c)(3) of the Internal Revenue Code of 1986 and be organized and operated exclusively for charitable purposes.

ARTICLE VIII

The number of Directors, the manner in which they shall be chosen and removed from office, their qualifications, powers, duties, the manner of filling vacancies on the Board, and the manner of calling and holding meetings of Directors, shall be as stated in the Bylaws. If a Director who serves on the Board of Directors because of an official position with the University or because of membership in the Alumni Association or on the Academic Senate or because of holding office or membership in the Associated Students, Inc. terminates that relationship with the University, the Alumni Association, the Academic Senate, the Associated Students, Inc. he or she shall cease to be a Director of the Corporation. Each member of the Board of Directors shall have one vote. There shall be no proxy voting permitted for the transaction of any of the business of this Corporation.

ARTICLE IX

This corporation shall have no members other than the persons constituting its Board of Directors. The persons constituting its Board of Directors shall, for the purpose of any statutory provision or rule of law relating to nonprofit corporations otherwise, be taken to be the members of such corporation and exercise all the rights and powers of members thereof.

ARTICLE X


The name of the initial agent of this Corporation for service of process is:

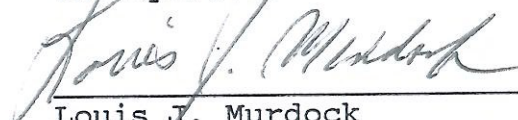
Jaffe D. Dickerson
Littler, Mendelson, Fastiff & Tichy
Attorneys at Law
1925 Century Park East
Fifth Floor
Los Angeles, CA. 90067

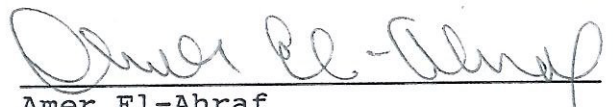
ARTICLE XI

These Articles of Incorporation may be amended at any regular meeting of the Board of Directors by a majority vote of the total voting membership of the Board, provided that the amendment had been submitted in writing at the previous regular meeting.

IN WITNESS WHEREOF, for the purpose of forming this nonprofit corporation under the laws of the State of California, we, the undersigned, constituting the incorporators of this corporation, have executed these Articles of Incorporation this 17th day of June 1992.


Louis Anderson
Director, University Student Union
Incorporator


Louis J. Murdock
Vice President, Student Affairs
Incorporator



Amer El-Ahraf
Executive Vice President

DECLARATION

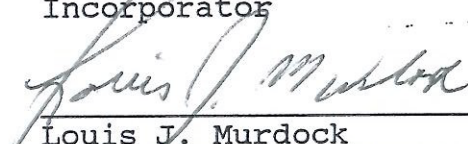
We are the persons whose names are subscribed below. We are the incorporators of the Donald P. and Katherine B. Loker University Student Union and we have executed these Articles of Incorporation. The Foregoing Articles of Incorporation are our act and deed.

Executed on June 17, 1992, at Carson, California.

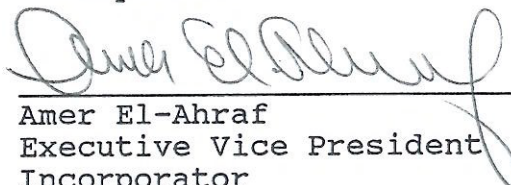
We declare that the foregoing is true and correct.



Louis J. Anderson
Director, University Student Union
Incorporator



Louis J. Murdock
Vice President, Student Affairs
Incorporator



Amer El-Ahraf
Executive Vice President
Incorporator