

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

NORTH PARK COMMUNITY ASSOCIATION

One: The name of this corporation is:

North Park Community Association

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. The specific purposes for which this corporation is formed are:

1. To address the issues of concern to the residents of the community of North Park in the city of San Diego, including but not limited to public safety, education, land use, public facilities and services, commercial revitalization, social services, community image, and cultural activities;
2. To gather and disseminate information to members of the community of North Park;
3. To arrest the progress of community deterioration and neighborhood tensions and to assist in the elimination of prejudice and discrimination;
4. To provide an open forum for discussion for individuals concerned about the quality of life in North Park;
5. To organize and implement special community events deemed of interest to the community of North Park; and
6. To receive and administer funds from public and private sources by grant or contract for use in achieving the purposes for which this corporation is organized.

Three: This corporation is organized and operated exclusively for charitable, religious, educational, scientific and literary purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

Notwithstanding any other provision of these Articles, this corporation shall not carry on any 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, as amended (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, as amended (or the corresponding provision of any future United States Internal Revenue law).

Four: 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 of this corporation, or to the benefit of any private person.

Five: 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 which is organized and operated exclusively for charitable purposes and which has established and maintained its tax-exempt status under section 501(c)(3) of the

Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue law).

Six: No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and this 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.