

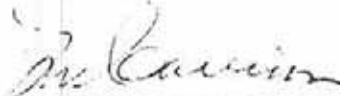
CALIFORNIA STATE COLLEGE, BAKERSFIELD FOUNDATION

To all whom these presents shall come, GREETINGS:

I, GORDON M. CALLISON, Foundation Manager, hereby certify:

That the annexed transcripts of ARTICLES OF INCORPORATION, "Endorsed Filed" in the Office of the Secretary of State of the State of California on February 5, 1969, and the corporate BY-LAWS as revised by the Board of Directors on March 19, 1975, have been compared with the RECORDS on file in my office, each of which purports to be a copy, and that each of the same is full, true and correct.

Executed by me on April 7, 1975, at Bakersfield, California.



ARTICLES OF INCORPORATION

OF

CALIFORNIA STATE COLLEGE BAKERSFIELD FOUNDATION

We, the undersigned, citizens and residents of the State of California, do hereby associate ourselves together for the purpose of forming a nonprofit corporation under the laws of the State of California for purposes other than pecuniary profit and we hereby certify and declare that:

FIRST: The name of this corporation is:

CALIFORNIA STATE COLLEGE BAKERSFIELD FOUNDATION.

SECOND: (a) The specific and primary purpose for which this corporation is formed is to operate for the advancement of education and for charitable purposes by the distribution of its funds for such purposes.

(b) The general purposes for which this corporation is formed are to operate exclusively for charitable and educational purposes.

This corporation is not formed for pecuniary gain or profit, and no pecuniary gain or profit shall ever inure to any director or member of this corporation, or to any other person or corporation, and the earnings, if any, of this corporation shall be used exclusively for the purpose for which this corporation is formed, as hereinabove described.

The corporation shall promote and assist the educational services of the California State College Bakersfield or such institution as shall succeed to the properties and functions of said College, and shall apply the funds and properties coming into its hands toward furthering the educational services carried on or approved by the administrative officers of the College.

(c) This corporation shall have and exercise all rights and powers conferred on corporations under the laws of the State of California, provided, however, that this corporation is not empowered to engage in any activity which in itself is not a furtherance of its purposes as set forth in subparagraphs (a) and (b) of this Article SECOND.

(d) No part of the net earnings, properties or assets of this corporation, on dissolution or otherwise, shall enure to the benefit of any private person or individual or any member or director of this corporation. Upon dissolution of the corporation net assets other than trust funds shall be distributed to the California State College Bakersfield.

(e) This corporation shall not, as a substantial part of its activities, carry on propaganda, or otherwise attempt to influence legislation. This corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

THIRD: This corporation is organized pursuant to the General Nonprofit Corporation Law of the State of California.

FOURTH: The County in the State of California where the principal office for the transaction of the business of this corporation is to be located is the County of Kern.

FIFTH:) The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board to be known as the Board of Directors. The number of Directors of this corporation shall be fifteen (15). The number of directors herein provided for may be changed by a Bylaw duly adopted by the members.

(b) The names and addresses of the persons who are appointed to act as the first directors are:

Mr. Robert Bennett
26965 Avenue 140
Porterville, California

Mr. Lawrence A. Braden
Route 1, Box 197X
Bakersfield, California

Mr. James L. Burke
1400 H Street
Bakersfield, California

Mr. Louis R. Deadrich
1122 Truxtun Avenue, Suite 101
Bakersfield, California 93301

Mrs. Adeline Frasch
2445 Spruce Street
Bakersfield, California

Mr. Jimmie Icardo
1415 18th Street, Room 310
Bakersfield, California

Mr. J. C. Jacobsen
412 East F Street
Tehachapi, California

Mr. Robert W. Karpe
920 Chester Avenue
Bakersfield, California 93301

Dr. Clifford Loader
820 11th Avenue
Delano, California 93215

Mr. Henry C. Mack
Post Office Box 1825
Bakersfield, California 93303

Mr. Hugh C. Mays
Post Office Box 226
Taft, California 93268

Dr. Carl L. Moore
2300 Truxtun Avenue
Bakersfield, California 93301

Mr. Paul F. Romberg
7226 MeadowBrook Lane
Bakersfield, California

Mr. Homer Wentz
456 E Street
Wasco, California 93280

Mr. Martin J. Zaninovich
Post Office Box 1059
Delano, California

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,
and including all of the persons named herein as the first Directors,
have executed these Articles of Incorporation this 14th day of
January, 1969.

(Executed by all First Directors, each
signature duly notarized)

ENDORSED

FILED

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

FEB 5 1969

FRANK M. JORDAN, Secretary of State

by RALPH R. MARTIO

Deputy

Articles of Incorporation of California State College Bakersfield Foundation

We, the undersigned, citizens and residents of the State of California, do hereby associate ourselves together for the purpose of forming a nonprofit corporation under the laws of the State of California for purposes other than pecuniary profit and we hereby certify and declare that:

First: The name of this corporation is: CALIFORNIA STATE COLLEGE BAKERSFIELD FOUNDATION

Second: (a) The specific and primary purpose for which this corporation is formed is to operate for the advancement of education and for charitable purposes by the distribution of its funds for such purposes.

(b) The general purposes for which this corporation is formed are to operate exclusively for charitable and educational purposes.

This corporation is not formed for pecuniary gain or profit; and no pecuniary gain or profit shall ever inure to any director or member of this corporation, or to any other person or corporation, and the earnings, if any, of this corporation shall be used exclusively for the purpose for which this corporation is formed, as hereinabove described.

The corporation shall promote and assist the educational services of the California State College Bakersfield or such institution as shall succeed to the properties and functions of said College, and shall apply the funds and properties coming into its hands toward furthering the educational services carried on or approved by the administrative officers of the College.

(c) This corporation shall have and exercise all rights and powers conferred on corporations under the laws of the State of California, provided, however, that this corporation is not empowered to engage in any activity which in itself is not a furtherance of its purposes as set forth in subparagraphs (a) and (b) of this article SECOND.

(d) No part of the net earnings, properties or assets of this corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual or any member or director of this corporation. Upon dissolution of the corporation net assets other than trust funds shall be distributed to the California State College Bakersfield.

(e) This corporation shall not, as a substantial part of its activities, carry on propaganda, or otherwise attempt to influence legislation. This corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

Third: This corporation is organized pursuant to the General Nonprofit Corporation Law of the State of California.

Fourth: The County in the State of California where the principal office for the transaction of the business of this corporation is to be located is the County of Kern.

Fifth: (a) The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board to be known as the Board of Directors. The number of Directors of this corporation shall be fifteen (15). The number of directors herein provided for may be changed by a Bylaw duly adopted by the members.

(b) The names and addresses of the persons who are appointed to act as the first directors are:

Mr. Robert Bennett
26965 Avenue 140
Porterville, California

Mr. Jimmie Icardo
1415 18th Street, Room 310
Bakersfield, California

Mr. Hugh C. Mays
Post Office Box 226
Taft, California 93268

Mr. Lawrence A. Braden
Route 1, Box 197X
Bakersfield, California

Mr. J. C. Jacobsen
412 East F Street
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Dr. Carl L. Moore
2300 Truxtun Avenue
Bakersfield, California 93301

Mr. James L. Burke
1400 H Street
Bakersfield, California

Mr. Robert W. Karpe
920 Chester Avenue
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Dr. Clifford Loader
820 11th Avenue
Delano, California 93215

Mr. Homer Wentz
456 E Street
Wasco, California 93280

Mrs. Adeline Frasch
2445 Spruce Street
Bakersfield, California

Mr. Henry C. Mack
Post Office Box 1826
Bakersfield, California 93303

Mr. Martin Zaninovich
Post Office Box 1055
Delano, California

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, and including all of the persons named herein as the first Directors, have executed these Articles of Incorporation this 14th day of January, 1969.

[Signatures of all first Directors were affixed and notarized.]

W.D. 61

ENDORSED
FILED
in the office of the Secretary of State
of the State of California
DEC 31 1980
MARCH FONG EU, Secretary of State
by JAMES E. HARRIS
Deputy

**Certificate of Restatement of
Articles of Incorporation of
California State College Bakersfield Foundation
a California Nonprofit Public Benefit Corporation**

J.P. Maguire and J.P. Frankel certify that:

1. They are the chairman of the Board of Directors and the Secretary, respectively of said corporation.
2. The Articles of Incorporation of said corporation shall be restated to read in full as follows:

**Restated Articles of Incorporation of
California State College Bakersfield Foundation**

First: The name of this corporation is: California State College Bakersfield Foundation

Second: 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 or charitable purposes as set forth in Article THIRD of these Articles of Incorporation and elects to be governed by all of the provisions of said law.

Third: (a) The specific and primary purpose for which this corporation is formed is to operate for the advancement of education and for charitable purposes by the distribution of its funds for such purposes.

(b) The general purposes for which this corporation is formed are to operate exclusively for charitable and educational purposes.

This corporation is not formed for pecuniary gain or profit, and no pecuniary gain or profit shall ever inure to any director or member of this corporation, or to any other person or corporation, and the earnings, if any, of this corporation shall be used exclusively for the purpose for which this corporation is formed, as hereinabove described.

The corporation shall promote and assist the educational services of the California State College Bakersfield or such institution as shall succeed to the properties and functions of said College, and shall apply the funds and properties coming into its hands toward furthering the educational services carried on or approved by the administrative officers of the College.

(c) This corporation shall have and exercise all rights and powers conferred on corporations under the laws of the State of California, provided, however, that this corporation is not empowered to engage in any activity which in itself is not a furtherance of its purposes as set forth in subparagraphs (a) and (b) of this Article THIRD.

(d) No part of the net earnings, properties or assets of this corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual or any member or director of this corporation. Upon dissolution of the corporation net assets other than trust funds shall be distributed to the California State College Bakersfield.

(e) This corporation shall not, as a substantial part of its activities, carry on propaganda, or otherwise attempt to influence legislation. This corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

Fourth: The County in the State of California where the principal office for the transaction of the business of this corporation is to be located is the County of Kern.

Fifth: The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board to be known as the Board of Directors. The number of Directors of this corporation shall be seventeen (17). The number of directors herein provided for may be changed by a By-law duly adopted by the members.

3. The foregoing restatement has been approved by the Board of Directors of said corporation.

4. The foregoing restatement was one which may be adopted with the approval of the Board of Directors alone for the reason that there are no members of the corporation.

IN WITNESS WHEREOF, the undersigned have executed this certificate on November 28, 1980.



J. P. MAQUIRE, Chairman


J. P. FRANKEL, Secretary
Verification

The undersigned J.P. Maguire and J.P. Frankel, the chairman of the Board and Secretary, respectively, of California State College Bakersfield Foundation, each declares under penalty of perjury that the matters set out in the foregoing certificate of restatement are true of his own knowledge.

Executed at Bakersfield, California on November 28, 1980.


J. P. MAQUIRE


J. P. FRANKEL


ENDORSED
FILED
In the office of the Secretary of State
of the State of California
APR 1 1983
MARCH FONG EU, Secretary of State
by JAMES E. HARRIS
Deputy

**Certificate of Amendment of
Articles of Incorporation of
California State College Bakersfield Foundation
a California Nonprofit Public Benefit Corporation**


Margaret Moore and J.P. Frankel certify that:

1. They are the Chairperson and the Secretary, respectively of the Board of Directors of said corporation.
2. The Articles of Incorporation of said corporation shall be amended by revising Article THIRD (d) to read as follows:
"(d) No part of the net earnings, properties or assets of this corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual or any member or director of this corporation. Upon dissolution of this corporation, net assets, other than trust funds, shall be distributed to a successor approved by the President of the University and by the Board of Trustees and which is tax exempt under either Section 115 or 501(c)(3) of the Internal Revenue Code."
3. The foregoing amendment has been approved by the Board of Directors of said corporation.
4. The foregoing amendment was one which may be adopted with the approval of the Board of Directors alone for the reason that there are no members of the corporation.

IN WITNESS WHEREOF, the undersigned have executed this certificate on December 22, 1982,



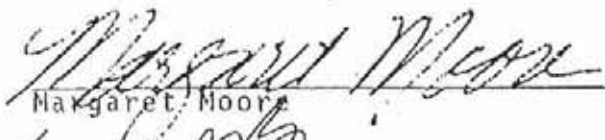
Margaret Moore



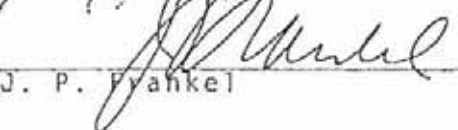
J. P. Frankel

The undersigned, Margaret Moore and J.P. Frankel, the Chairperson and Secretary, respectively, of the Board of Directors of California State College Bakersfield Foundation, each declares under penalty of perjury that the matters set forth in the foregoing Certificate of Amendment are true of his or her own knowledge.

Executed at Bakersfield, California on December 22, 1982.



Margaret Moore



J. P. Frankel

ENDORSED

FILED

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

JUL 26 1988

MARCH FONG EU, Secretary of State

**Certificate of Amendment
of Articles of Incorporation of
California State College Bakersfield Foundation
a California Nonprofit Public Benefit Corporation**

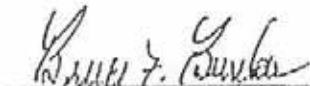
Bruce F. Bunker and Tomas A. Arciniega certify that:

1. They are the Chairman of the Board of Directors and Secretary, respectively of said corporation.
2. The Articles of Incorporation of said corporation shall be amended by deleting therefrom Article First and substituting therefor the following:

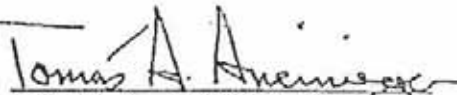
FIRST: The name of this corporation is:
CAL STATE BAKERSFIELD FOUNDATION

3. The foregoing amendment has been approved by the Board of Directors of said corporation.
4. The foregoing amendment is one which may be adopted with the approval of the Board of Directors alone for the reason that there are no members of the corporation.

IN WITNESS WHEREOF the undersigned have executed this Certificate on March 24, 1988.



BRUCE F. BUNKER
Chairman

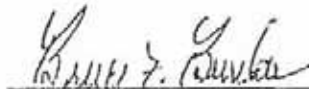


TOMAS A. ARCINIEGA
Secretary

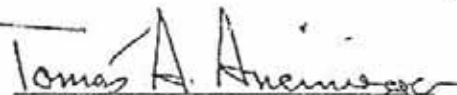
Verification

The undersigned, Bruce F. Bunker and Tomas A. Arciniega, the Chairman and Secretary respectively of California State College Bakersfield Foundation each and declares under penalty of perjury that the matters set out in the foregoing Certificate of Amendment are true of his own knowledge.

Executed at Bakersfield, California on March 24, 1988.



BRUCE F. BUNKER
Chairman



TOMAS A. ARCINIEGA
Secretary



SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

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

JAN - 8 2001



Bill Jones

Secretary of State

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

DEC 29 2000

BILL JONES, Secretary of State

**CERTIFICATE OF AMENDMENT
OF ARTICLES OF INCORPORATION
OF
CAL STATE BAKERSFIELD FOUNDATION
a California Nonprofit Public Benefit Corporation**

Joan Dezember and Tomas A. Arciniega certify that:


1. They are the Chairman of the Board and the Secretary, respectively, of CAL STATE BAKERSFIELD FOUNDATION, a California Nonprofit Public Benefit corporation.
2. The Articles of Incorporation of said corporation shall be amended by deleting therefrom Article First and substituting therefor the following:

"FIRST: The name of this corporation shall be CALIFORNIA STATE UNIVERSITY, BAKERSFIELD, FOUNDATION."
3. The foregoing amendment has been duly approved by the Board of Directors of said corporation.
4. The foregoing amendment is one which may be adopted with the approval of the Board of Directors alone for the reason that there are no members of the corporation.

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.

Dated: December 22, 2000.


Joan Dezember, Chairman of the Board


Tomas A. Arciniega, Secretary





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FILED JRM
Secretary of State
State of California

CALIFORNIA STATE UNIVERSITY, BAKERSFIELD
FOUNDATION

DEC 20 2012

CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
CALIFORNIA STATE UNIVERSITY, BAKERSFIELD,
FOUNDATION

Morgan Clayton and Horace Mitchell certify that:


1. They are the Chair and Secretary, respectively, of the California State University, Bakersfield, Foundation.
2. The following amendment to Article THIRD (D) of the Articles of Incorporation of this corporation has been approved by the board of directors:

THIRD(d) This corporation irrevocably dedicates its assets for the benefit California State University, Bakersfield. Upon the dissolution of this corporation, net assets other than trust funds shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future federal tax code) or to a government for public purposes, as approved by the President of California State University, Bakersfield and by the Chancellor of the California State University. Trust funds shall be distributed consistent with the terms of the trust instruments and section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future federal tax code). No substantial part of the activities of this corporation shall be 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 any candidate for public office.


3. The directors are the only members of the corporation.

Verification

Each of the undersigned declares under penalty of perjury under the laws of the State of California that the statements in the foregoing certificate are true and correct of his or her own knowledge, and that this declaration was executed on the date below at Bakersfield, California.


Morgan Clayton, Chairman

Date: 12/12/12


Horace Mitchell, Secretary

Date: 12/12/12