

**ARTICLES OF INCORPORATION
OF
Chico Avenues Neighborhood Association
A CALIFORNIA PUBLIC BENEFIT CORPORATION**

ONE: The name of this corporation is Chico Avenues Neighborhood 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 purpose for which this corporation is organized is to educate the public on issues affecting the quality of life in Chico's historic Avenues neighborhood.

THREE: The name and address in the State of California of this corporation's initial agent for service of process is Ed McLaughlin, 384 East 6th Avenue, Chico, CA 95926.

FOUR: (a) This corporation is organized and operated exclusively for educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue 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 Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue 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.

FIVE: The names and addresses of the persons appointed to act as the initial directors of this corporation are:

Name	Address
Ed McLaughlin	384 East 6 th Avenue, Chico, CA 95926
Kay Merrill	1627 Arcadian Avenue, Chico, CA 95926
Kristine Mazzei	1733 Arcadian Avenue, Chico, CA 95926
Molly Amick	1065 Citrus Avenue, Chico, CA 95926

Lee Laney

335 West Lincoln Avenue, Chico, CA 95926

Barbara Reed

1144 Citrus Avenue, Chico, CA 95926

SIX: The property of this corporation is irrevocably dedicated to charitable purposes 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 charitable purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

Date: September 29, 2005

Ed McLaughlin, Director

Kay Merrill, Director

Kristine Mazzei, Director

Molly Amick, Director

Lee Laney, Director

Barbara Reed, Director

We, the above-mentioned initial directors of this corporation, hereby declare that we are the persons who executed the foregoing Articles of Incorporation, which instrument is our act and deed.

Ed McLaughlin, Director

Kay Merrill, Director

Kristine Mazzei, Director

Molly Amick, Director

Lee Laney, Director

Barbara Reed, Director