

2943224

State of California
Secretary of State



I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 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 20 2007

Debra Bowen

DEBRA BOWEN
Secretary of State

2943224

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

DEC 07 2006

**ARTICLES OF INCORPORATION
OF
A CALIFORNIA PUBLIC BENEFIT CORPORATION**

ONE: The name of this corporation is the Charitable Investment Foundation

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 provide funding for charitable projects that assist the destitute population of the Santa Cruz, Monterey, and Santa Clara Counties.

THREE: The name and address in the State of California of this corporation's initial agent for service of process is Anthony Clark of the Charitable Investment Foundation, 304 2nd Street, Huntington Beach, CA 92648.

FOUR: (a) This corporation is organized and operated exclusively for charitable 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
Anthony Clark	304 2 nd Street, Huntington Beach, CA 92648
Tim Houston	305 Fanmar Way, Capitola, CA 95010
Paul Grijalva	140 Manino Circle #103, Kihei, HI, 96753

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.

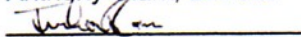
On the dissolution or winding up of the corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of this corporation, shall be distributed to a

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.

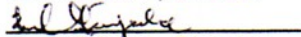
Date: September 28, 2006



Anthony Clark, Director



Tim Houston, Director

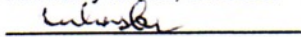


Paul Grijalva, Director

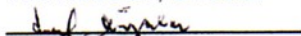
We, the above-mentioned initial directors of this corporation, hereby declare that we are the persons who executed the foregoing Articles of Incorporation, which instrument is our act and deed.



Anthony Clark, Director



Tim Houston, Director



Paul Grijalva, Director

