The Articles of Incorporation which follow were filed with the California Secretary of State's office on June 17, 2010, and recorded July 24, 2010.

Westside Quilters

ARTICLES OF INCORPORATION

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The name of the Corporation is Westside Quilters.

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- A. 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 and charitable purposes.
- B. The specific Purpose of this Corporation is to promote education and charitable endeavors among quilters; to instruct members in methods and techniques of traditional and contemporary creative quilting; to encourage philanthropic projects among members and within the community; and to inspire personal achievement.

III

The name and address in the State of California of this Corporation's initial agent for service of process is:

Christine L. Nord [address furnished on original]

IV

- A. This Corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Internal Revenue Code section 501(c)(3).
- B. 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 any candidate for public office.

The property of this Corporation is irrevocably dedicated to charitable and educational 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 thereof or to the benefit of any private person. Upon the dissolution or winding up of the Corporation, its assets remaining after payment, 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 Internal Revenue Code section 501(c)(3).

June 17, 2010

[signature of incorporator] Christine L. Nord, Incorporator