

1493215



State
of
California

OFFICE OF THE SECRETARY OF STATE

*Based on
Oakland
model*

CORPORATION DIVISION

*Corla
developed w/
John Fry*

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the corporate record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

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

FEB 13 1991



March Fong Eu

Secretary of State

A0713709

**CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION**

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

JUL 11 2011

OF

**THE KERN COUNTY MUSEUM FOUNDATION
a California Nonprofit Public Benefit Corporation**

The undersigned certify that:

1. They are the President and Secretary, respectively, of THE KERN COUNTY MUSEUM FOUNDATION, a California Nonprofit Public Benefit Corporation.
2. Article Two of the Articles of Incorporation of this Corporation is amended to read as follows:

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 public and charitable purposes.

The specific purpose of this Corporation shall be to raise, gather, collect and receive funds, equipment, donated services, and similar contributions for the support, enhancement, and enrichment of the Kern County Museum, a County-owned museum; and to provide operational support by employing staff and engaging in the day-to-day operations of the Kern County Museum, a County owned museum, to preserve historic artifacts, documents, photographs, structures, collections, and other such items that represent the area's past. All proceeds received will be used to carry on other charitable and educational activities associated with these goals as allowed by law within the meanings set forth in Sections 170(c) and 501(c)(3) of the Internal Revenue Code, as amended.

This Corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, ("IRS"), and Section 23701(d) of the California Revenue and Taxation Code, as amended, ("Rev. & Tax Code"). Notwithstanding any other provision of these Articles, this Corporation shall not, except to an insubstantial degree or extent, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation. Furthermore, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal or state income tax under IRC Section 501(c)(3) or Section 23701(d) of the Rev. & Tax Code; or (b) by a corporation, contributions to

which are deductible under IRC Section 170(c)(2) or Section 23701(d) of the Rev. & Tax Code.

3. The foregoing Amendment of Articles of Incorporation has been duly approved by the board of directors.

4. This Corporation has no members.

Dated: June 2, 2011



Robert Lerude
President



Catherine M. Merlo
Secretary

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 verification was executed on June 2, 2011.



Robert Lerude
President



Catherine M. Merlo
Secretary

1493215

ENDORSED
FILED

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

ARTICLES OF INCORPORATION OF

FEB 6 1991

THE KERN COUNTY MUSEUM FOUNDATION

MARCH FONG EU, Secretary of State

A California Nonprofit Public Benefit Corporation

ONE: The name of the corporation is The Kern County Museum Foundation (hereafter "corporation").

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 public and charitable purposes.

The specific purpose of this corporation is to raise, gather, collect and receive funds, equipment, donated services and similar contributions for the support, enhancement and enrichment of the Kern County Museum, a County-owned museum. All proceeds received will be used to support the Kern County Museum.

This corporation is organized exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended, ("IRC") and section 23701(d) of the California Revenue and Taxation Code, as amended ("Rev. & Tax Code"). Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree of extent, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation. Furthermore, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal or state income tax under IRC section 501(c)(3) or section 23701(d) of the Rev. & Tax Code, or (b) by a corporation, contributions to which are deductible under IRC section 170(c)(2) or section 23701(d) of the Rev. & Tax Code.

THREE: The name and address in California of the corporation's initial agent for service of process is:

Carola Rupert Enriquez, Museum Director
3801 Chester Avenue
Bakersfield, CA 93301

- FOUR:
- (a) No substantial part of the activities of this corporation shall consist of lobbying or propaganda, or otherwise attempting to influence legislation, except as provided in IRC section 501(h), and this corporation shall not participate in or intervene in (including publishing or distributing statements) any political campaign on behalf of any candidate for public office except as provided in IRC section 501(h).
 - (b) All corporate property is irrevocably dedicated to the purposes set forth in Article Two, above. No part of the net earnings of this corporation shall inure to the benefit of any of its directors, trustees, officers, private shareholders, members, or to individuals.
 - (c) On winding up and dissolution of this corporation, after paying or adequately providing for the debts, obligations, and liabilities of the corporation, the remaining assets of this corporation shall be distributed to such organization(s) organized and operated exclusively for charitable, literary, or educational purposes, which has established its tax-exempt status under IRC section 501(c)(3) and section 23701(d) of the Rev. & Tax Code.

Dated: January 16, 1991

By: Carla Rupert Enwag
Incorporator

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