EXEMPTED FROM PAYMENT OF MINIMUM FRANCHISE TAX

ARTICLES OF INCORPORATION

OF

THE FRESNO COUNTY HUMANE SOCIETY, INC.

I

KNOX ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are citizens and residents of the State of California, have voluntarily associated ourselves together for the purpose of forming a society for the prevention of cruelty to animals under the laws of the State of California; and WE DO HEREBY CERTIFY:

The name of the Corporation herein shall be

the Fresno County Humane Society, Inc.

II

The objects of this Society are: To avail itself of the provisions of Title XIIa of the Civil Code of the State of California, relating to Societies for the Prevention of Cruelty to Animals, and all acts in conformity therewith, and to provide ways and means for the enforcement of said provisions and other laws of this State pertaining to the subject of cruelty to animals; and to labor in the education of a public sentiment of humanity and gentleness toward domestic and other animals, without pecuniary gain or profit to the members thereof.

III

The principal office of the Fresno County Humane Society shall be located in the County of Fresno, State of California.

IV

The first directors of said Corporation shall be the persons hereinafter named whose respective addresses appear after their name:

A. K. W. Bird
1936 McKinley
Fresno, Cal.

Claire E. Harris
311 California
Fresno, Cal.

James F. Sharp
1265 North Van Ness
Fresno, Cal.
Said Directors shall serve until their successors are elected.

B. H. Martin 2710 Belmont, Fresno

Mary L. Clingman 1104 W. California, Fresno

Wallace R. Broadus 1584 Webster, Fresno

Hazel Pampel 3250 Lemon Avenue, Fresno

Rosehilda Newson 935 T. St., Fresno
CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION
OF FRESNO COUNTY HUMANE SOCIETY, INC.
BY THIS AMENDMENT CHANGED TO
CENTRAL CALIFORNIA SOCIETY FOR THE PREVENTION OF CRUELTY
TO ANIMALS AND FRESNO COUNTY HUMANE SOCIETY, INC.

The undersigned LOUIS J. B. LAMPE and NA NELL SHERMAN
certify that they now are and at all times herein mentioned
have been the duly elected and acting President and Secretary
of the FRESNO COUNTY HUMANE SOCIETY, INC., a California
corporation, and that:

1. At a regular meeting of the board of directors
of the corporation duly held at Fresno, California, at eight
o'clock p.m. on December 9, 1957, the following resolution
was duly adopted:

RESOLVED, that the Articles of Incorporation
of this corporation be amended to change the name
of this corporation as follows:

That the paragraph that sets forth the name
of this corporation, to-wit, paragraph designated
"I" be amended to read as follows: "The name of
this corporation is the Central California Society
for the Prevention of Cruelty to Animals and Fresno
County Humane Society, Inc."

RESOLVED FURTHER, that said amendment is hereby
adopted and approved.

2. At the special meeting of the members of the
corporation duly held at Fresno, California, at eight o'clock
p.m. on July 30, 1958, the foregoing amendment to the Articles
of Incorporation was ratified and approved by a resolution
identical in form to said directors' resolution set forth in
paragraph 1 of this certificate.

3. The foregoing amendment was adopted and approved
at said meeting at which twenty-two (22) senior members were
present. Article XI of the By-Laws of the corporation provides that twenty (20) senior members shall constitute a quorum at any meeting. All twenty-two (22) members present at said meeting voted in favor of the resolution ratifying and approving the foregoing amendment.


Sam E. Lampe
LOUIS J. B. LAMPE, President

Na Nell Sherman
NA NELL SHERMAN, Secretary

STATE OF CALIFORNIA }
COUNTY OF FRESNO }

ss.

Louis J. B. Lampe and NaNell Sherman, whose names are signed to the above CERTIFICATE, being duly sworn, each for himself, deposes and says:

That the said Louis J. B. Lampe is the president, and the said NaNell Sherman is the secretary, of the Fresno County Humane Society, Inc., the corporation mentioned in the above CERTIFICATE; that he has read the above CERTIFICATE, and the matters set forth therein are true of his own knowledge.

Louis J. B. Lampe
LOUIS J. B. LAMPE

Na Nell Sherman
NA NELL SHERMAN

Subscribed and sworn to before me this 27th day of August, 1958.

M.E. Feeney
Notary Public, in and for the County of Fresno, State of California
To all whom these presents shall come, Greetings:

I, FRANK M. JORDAN, Secretary of State of the State of California, hereby certify:

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

In testimony whereof, I, FRANK M. JORDAN, Secretary of State, have hereunto caused the Great Seal of the State of California to be affixed and my name subscribed, at the City of Sacramento, in the State of California, this MAY 6, 1968.
CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION
OF CENTRAL CALIFORNIA SOCIETY FOR THE PREVENTION OF CRUELTY
TO ANIMALS, AND FRESNO COUNTY HUMANE SOCIETY, INC.,
a non-profit corporation

The undersigned, LOUIS J. B. LANGE and SHIRLEY BRINKER,
do hereby certify that they are, respectively, and have been at
all times mentioned, the duly elected and acting President and
Secretary of CENTRAL CALIFORNIA SOCIETY FOR THE PREVENTION OF
CRUELTY TO ANIMALS, and FRESNO COUNTY HUMANE SOCIETY, INC., a
non-profit corporation, and further that:

1. At a regular meeting of the board of directors of the
corporation duly held at Fresno, California, on the 8th day of
May, 1967, at which meeting there was at all times present and
acting a quorum of the members of said board, the following
resolution was adopted:

"WHEREAS, it is deemed by the board of directors
of this corporation to be in its best interests
and to the best interests of its members that its
Articles of Incorporation be amended as herein-
mentioned:

NOW, THEREFORE, BE IT RESOLVED that Article II
of the Articles of Incorporation of this corporation
be amended to read as follows:

"II. The objects of this Society are: To avail
itself of the provisions of Title XII of the
Civil Code of the State of California, relating
to Societies for the Prevention of Cruelty to
Animals, and all acts in conformity therewith, and
to provide ways and means for the enforcement of
said provisions and other laws of this State per-
taining to the subject of cruelty to animals.

The property of this non-profit corporation
shall irrevocably be dedicated to the charitable
purposes of the Prevention of Cruelty to Animals
and no part of the net earnings will inure to the
benefit of any individual.

In the event of dissolution of this non-
profit corporation, or in the event it shall
cease to engage in the business of carrying out
the objects and purposes set forth in these
Articles, none of its assets shall inure to any
individual, but shall be distributed to a fund,
foundation or other organization dedicated to

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...
of the Prevention of Cruelty to Animals, the property of which fund, foundation or organization being dedicated to exempt purposes as specified in the Revenue and Taxation Code."

RESOLVED FURTHER, that the board of directors of this corporation hereby adopts and approves said amendment of its Articles of Incorporation; and

RESOLVED FURTHER, that the President and Secretary of this corporation be, and they are hereby authorized and directed to procure the adoption and approval of the foregoing amendment by the written consent of the majority of the members of this corporation having the voting power and thereafter to sign and verify by their oaths and to file a certificate in the form and in the manner required by Section 3872 of the California Corporations Code, and in general to do any and all things necessary to effect said amendment in accordance with said Section 3872."

2. Under the By-Laws of the corporation fifty-one (51%) percent of the voting members constitute a quorum;
that the total number of voting members entitled to vote or be represented by written consents was 691; that the number of voting members consenting in writing to such amendment is 397, and attached hereto and incorporated herein by this reference is a copy of the written consent executed by the said members so consenting.


__________________________
LOUIS J. B. LAMPE
President

__________________________
SHIRLEY BRINKER
Secretary

Each of the undersigned declares under penalty of perjury that the foregoing is true and correct and that this certificate was executed on April 30, 1988, at Fresno, California.

__________________________
LOUIS J. B. LAMPE

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SHIRLEY BRINKER