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

JUN 25 1981

MARCH FONG EU, Secretary of State

*James E. Harris*  
Deputy

RESTATED  
ARTICLES OF INCORPORATION  
OF

ASSOCIATED STUDENTS, CALIFORNIA STATE UNIVERSITY, LONG BEACH

JENNY OROPEZA, SANDY HURD, and BERNICE HOGAN certify  
that:

1. They are the President, Chair of the Board of Directors  
and the Secretary, respectively, of ASSOCIATED STUDENTS,  
CALIFORNIA STATE UNIVERSITY, LONG BEACH, a California  
corporation.

2. The Articles of Incorporation of the corporation  
are restated to read as follows:

"Know all men by these presents that we, the undersigned,  
have this day voluntarily associated ourselves together for  
the purpose of forming a corporation pursuant to the General  
Nonprofit Corporation Law of the State of California, and  
we hereby certify:

ARTICLE I

The name of this corporation is ASSOCIATED STUDENTS,  
CALIFORNIA STATE UNIVERSITY, LONG BEACH.

ARTICLE II

The specific and primary purpose for which this corporation  
is formed are:

(1) To promote, and assist in carrying out, the educational  
services of Associated Students, California State University,  
Long Beach and to perform other functions related to the student

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activities of the college. To engage in public relation activities.

(2) To promote and maintain a student self-government organization under the supervision of the college officials for the purpose of providing essential activities closely related to, but not normally included as a part of, the regular instructional program of the college. The activities conducted by the organization shall be designed to contribute to the development of skill and facility in human relations, the development of leadership ability, and the recreational and social needs of students. The activities may include but shall not be limited to the operation of campus publications, musical organizations, speech and dramatics activities, student government activities, intramural and intercollegiate sports, and the sponsorship of clubs and organizations which are designed for students specializing in various major subject matter areas offered by the college.

(3) To build, construct, lease, or purchase buildings which may be necessary to carry out the purposes of the corporation.

(4) To apply funds and property coming within its possession toward furthering the educational services and/or the welfare of the students of Associated Students, California State University, Long Beach and to perform other functions related to the student activities of the college.

ARTICLE III

This corporation is formed for purposes which do not contemplate the distribution of gains, profits, or dividends to members thereof.

ARTICLE IV

This corporation is organized pursuant to Part 1 of Division 2 of Title 1 of the Corporations Code.

ARTICLE V

The County in the State where the principal office for the transaction of the business of the corporation is located is Los Angeles County.

ARTICLE VI

This corporation is not to be authorized to issue shares of stock.

ARTICLE VII

The membership of this corporation, the classes of membership, and the voting rights and other rights of the members and classes of members shall be as set forth in the by-laws of this corporation.

ARTICLE VIII

The Board of Directors of this corporation shall be comprised of 21 members, and shall be elected in such manner and at such times, and shall hold office for such term as the by-laws of this corporation may provide.

ARTICLE IX

It shall be the duty of the Board of Directors, among

other duties, to approve the establishment of full-time positions and the compensation schedules therefor, to consider and approve the purchase of major items of equipment and fixtures, and to approve all disbursements for items of non-operating expense. In considering disbursements for items of non-operating expense, the Board shall be governed by the principle that such disbursements shall promote the best interests of the associated students as a whole.

#### ARTICLE X

An existing unincorporated association is hereby incorporated; the name of said existing unincorporated association is the "Associated Students of Long Beach State College.


#### ARTICLE XI


Upon dissolution of this corporation, net assets other than trust funds shall be distributed to one or more nonprofit corporations organized and operated for the benefit of California State University, Long Beach, or the students and faculty at that campus, such corporation or corporations to be selected by the Board of Directors. Such nonprofit corporation or corporations must be qualified for federal tax exemption under Sections 501(a) and 501(c)(3) of the United States Internal Revenue Code of 1954 and be organized and operated exclusively for charitable, scientific, literary or educational purposes, or for charitable, scientific, literary or educational purposes, or for a combination of said purposes. In the alternative, upon dissolution of the corporation, net assets other than

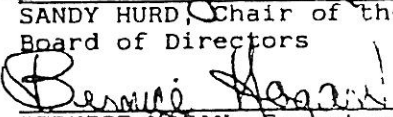
trust funds shall be distributed to California State University, Long Beach.

If, upon dissolution, this corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Superior Court of the county in which this corporation's principal office is located upon petition therefor by the Attorney General or by any person concerned in the liquidation. In no event shall any assets be distributed to any member, director, or officer of this corporation."

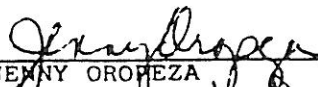
3. The foregoing restatement of Articles of Incorporation has been duly approved by the Board of Directors.


  
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JENNY OROPEZA, President

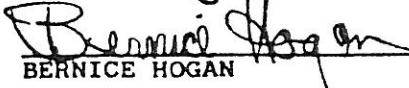
  
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SANDY HURD, Chair of the Board of Directors

  
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BERNICE HOGAN, Secretary

The undersigned declare under penalty of perjury that the matters set forth in the foregoing certificate are true of their own knowledge. Executed at Long Beach, California this 8 day of June 1981.

  
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JENNY OROPEZA

  
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SANDY HURD

  
\_\_\_\_\_  
BERNICE HOGAN