



SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

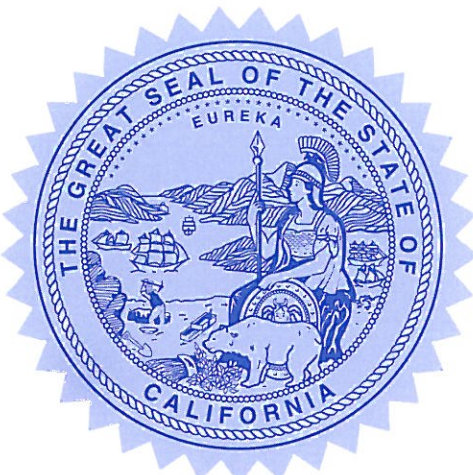
That the attached transcript of 2 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

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

AUG 28 2002

Bill Jones

Secretary of State



JUL 29 2002

BILL JONES, Secretary of State

1 CERTIFICATE OF AMENDMENT OF
2 ARTICLES OF INCORPORATION
3

4 WAYNE STICKNEY-SMITH, DANNY VIVIAN, and RICHARD H. HALLER certify:

5 1. That they are the President, Chair of the Board of Directors, and Secretary,
6 respectively of ASSOCIATED STUDENTS, CALIFORNIA STATE UNIVERSITY, LONG
7 BEACH, a California Corporation.8 2. That at a meeting of the Board of Directors of said corporation, duly held at Long
9 Beach, California on March 13, 2002, the following resolution was adopted:10 RESOLVED, that Article XI of the Articles of Incorporation of this corporation are
11 hereby amended to read as follows:

12 "ARTICLE XI.

13 Upon dissolution of this corporation, net assets other than trust funds shall be distributed
14 to a successor approved by the president of the campus and by the Board of Trustees.15 If, upon dissolution, this corporation holds any assets in trust, such assets shall be
16 disposed of in such a manner as may be directed by decree of the Superior Court of the county in
17 which this corporation's principal office is located upon petition therefor by the Attorney General
18 or by any person concerned in the liquidation. In no event shall any assets be distributed to any
19 member, director, or officer of this corporation."20 3. That at an open election by members of said corporation duly held at Long Beach,
21 California, on April 8, 9 and 10, 2002 a resolution was adopted, and the wording of the amended
22 Articles as set forth in the members' resolution is the same as that set forth in the directors'
23 resolution set forth in Paragraph 2 of this Certificate.

