

State
of
California

OFFICE OF THE SECRETARY OF STATE

Reproduction
Certification

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

That the annexed transcript was prepared by and in this office from the record on file, 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

SEP 20 1979



March Fong Eu

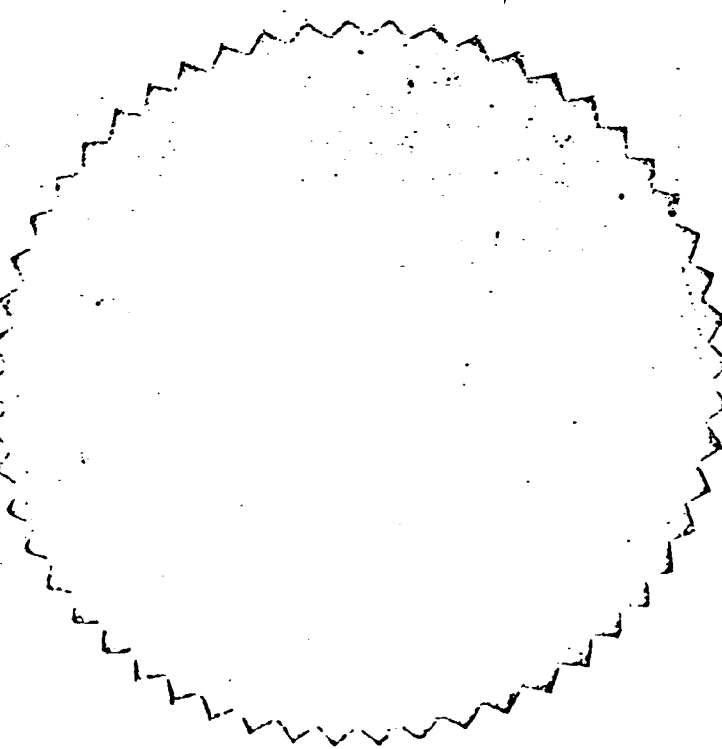
Secretary of State



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 WITNESS WHEREOF, I hereunto set my hand and affix the Great Seal of the State of California, at Sacramento, this 15th day of January, 1933.


Frank M. Jordan
Secretary of State

By *Wm. J. ...*
Assistant Secretary of State

ARTICLES OF INCORPORATION

OF
270106

LOS ANGELES BAR ASSOCIATION

ENDORSED
FILED

In the Office of the Secretary of State
of the State of California

JAN 14 1953

FRANK M. JORDAN, Secretary of State
By STACY H. ASPLEY
Deputy

LOS ANGELES BAR ASSOCIATION, an existing unincorporated association, hereby forms a corporation under the General Non-profit Corporation Law of the State of California and executes these articles of incorporation which state:

1. The name of this corporation is

LOS ANGELES BAR ASSOCIATION.

2. The specific and primary purposes for which this corporation is formed are set forth in subparagraphs (a) through (g), inclusive, of this Article 2, and the general purposes for which this corporation is formed are set forth in subparagraph (h) of this Article 2:

(a) To advance the science of jurisprudence;

(b) To uphold and defend the Constitution of the United States and of the State of California and to maintain representative government;

(c) To promote the administration of justice and the uniformity of legislation and judicial decisions;

(d) To encourage a thorough legal education for all candidates for admission to the Bar;

(e) To apply the knowledge and experience of its members in the field of law to the promotion of the public good;

(f) To maintain the honor and dignity of the profession of the law;

(g) To cultivate social intercourse among its members;

(h) For the purpose of accomplishing or furthering directly or indirectly any of the aforesaid purposes, to do anything and perform any act and exercise any right and any power which nonprofit corporations

now are or may hereafter be permitted by law to do or perform or exercise.

Said purposes do not contemplate the distribution of gains, profits or dividends to the members of this corporation, and this corporation is not organized, and shall not be operated, for pecuniary gain or profit. The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and the purposes and powers stated in each clause, except where otherwise expressed, shall be regarded as independent purposes and powers.

3. This corporation is organized pursuant to the General Nonprofit Corporation Law of the State of California.

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

5. The number of persons to act in the capacity of directors of this corporation is seventeen. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>Names</u>	<u>Addresses</u>
Donald Armstrong	Palos Verdes Estates, California
Allyn H. Barber	Altadena, California
Harold A. Black	Los Angeles, California
George Bouchard	Beverly Hills, California
Kenneth N. Chantry	Los Angeles, California
Grant B. Cooper	Los Angeles, California
E. Avery Crary	Newport Beach, California
Burdette J. Daniels	Glendale, California
Stevens Fargo	Los Angeles, California
W. I. Gilbert, Jr.	Los Angeles, California
William P. Gray	La Canada, California
Augustus P. Hack, Jr.	Los Angeles, California
Joseph E. Madden	Long Beach, California
Cornelius W. McInerny, Jr.	Los Angeles, California
Edna C. Plummer	Arcadia, California
J. E. Simpson	Los Angeles, California
Gordon K. Wright	Pasadena, California

These persons and their successors shall be called trustees but they shall be subject to all laws of the State of California relating to directors except as otherwise provided in the General

Nonprofit Corporation Law of the State of California. This number shall constitute the number of directors until changed by an amendment to these articles or by a bylaw adopted by the members of this corporation. The number and tenure of office of the directors, and the powers, duties and manner in which they shall be chosen shall be provided for in the bylaws of this corporation.

6. An existing unincorporated association is being incorporated by these articles of incorporation. The name of the existing unincorporated association is Los Angeles Bar Association, and it has more than three members, to wit, more than 2700 members.

7. The authorized number and qualifications of members, the different classes of memberships and the voting and other rights and privileges of members and classes of members, and the provisions for fees of admission, if any, and for dues or assessments to be paid by the members or different classes of members, and the methods of collection thereof, shall be as set forth in the bylaws of this corporation. No member may hold more than one membership. Neither the members nor the directors of this corporation shall be personally liable for the debts, liabilities or obligations of this corporation.

8. The title to and ownership of all the corporate property and of all money or property given or distributed to it shall be vested in the corporation and shall be managed by its board of directors for the purposes thereof, and no member shall have any right or rights, interest or interests in the property of said corporation or any part thereof, or in any money or property given or contributed to said corporation, or any part thereof. No part of the net earnings of this corporation

shall inure to the benefit of any member, private shareholder, or individual.

9. In the event this corporation is dissolved and its affairs wound up in the manner provided by law, any funds and property remaining after paying or adequately providing for its debts and obligations shall be distributed and disbursed by its board of directors as trustees for its members to such charitable or educational institution or institutions or nonprofit corporation or corporations as the directors in their discretion shall select for use for all or any of the purposes specified in Article 2 hereof as (a) to (f), inclusive, in the same manner as though this corporation had not been dissolved and any such property may be sold or converted to cash for all or any of said purposes; provided, however, that if this corporation holds any assets or property in trust at the time of dissolution, such assets or property shall be disposed of in such manner as may be directed by decree of the Superior Court in the county in which the corporation has its principal office upon petition filed for that purpose by the Attorney General or any person concerned in the liquidation. If the property and funds of this corporation remaining after liquidation following the dissolution of said corporation shall have been wholly distributed and disbursed by said board of directors for all or any of said purposes, or disposed of in such manner as so directed, such disbursement and disposal of such funds and property shall be complete acquittance and discharge of any obligation of said board of directors that might otherwise arise to distribute any of said funds and property among the members of said corporation.

Subscribed this 30th day of December, 1952.

Stevens Fargo

Kenneth N. Chantry

President and Secretary respectively
of LOS ANGELES BAR ASSOCIATION, an
existing unincorporated association.

STATE OF CALIFORNIA }
COUNTY OF LOS ANGELES } ss.

On this 30th day of December, 1952, before me
E. M. Bradley, a notary public in and for the
County of Los Angeles, State of California, residing therein,
duly commissioned and sworn, personally appeared STEVENS
FARGO and KENNETH N. CHANTRY, known
to me to be the presiding officer, namely the president, and the
secretary, respectively, of LOS ANGELES BAR ASSOCIATION, and
known to me to be the persons whose names are subscribed to the
within instrument and acknowledged that they executed the same.

SEAL

E. M. Bradley

Notary Public in and for the County
of Los Angeles, State of California

STATE OF CALIFORNIA }
COUNTY OF LOS ANGELES } ss.

The undersigned and each of them, being first duly sworn,
depose and say: that STEVENS FARGO is the presid-
ing officer, namely the president, and KENNETH N. CHANTRY
is the secretary of LOS ANGELES BAR ASSOCIATION, an existing unin-
corporated association, and they are the persons who subscribed
the foregoing articles of incorporation, and that said Los Ange-
les Bar Association has duly authorized its incorporation and has
authorized said officers to execute the foregoing articles of
incorporation.

Stevens Fargo

Kenneth N. Chantry

SUBSCRIBED AND SWORN TO before me
this 30th day of December, 1952.

E. M. Bradley

Notary Public in and for the County
of Los Angeles, State of California

SEAL

270106

No chg to LOS ANGELES COUNTY BAR ASSOCIATION

420628

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION OF LOS ANGELES BAR ASSOCIATION

The undersigned, HUGH W. DARLING, and WALTER ELY, do hereby certify that they are respectively and have been at all times herein mentioned the duly elected and acting President and Secretary of LOS ANGELES BAR ASSOCIATION, a California corporation, and further that:

1. At a regular meeting of the Board of Directors of said corporation duly held for the transaction of business at Los Angeles, California, at 12:15 p.m. on December 2, 1959, at which meeting there was at all times present and acting a quorum of the members of said board, the following resolutions were duly adopted:

RESOLVED, that it is deemed by the Board of Directors of this corporation to be to its best interests and to the best interests of its members that its Articles of Incorporation be amended as hereinafter provided:

That Article 1 of the Articles of Incorporation be amended to read as follows:

"1. The name of this corporation is LOS ANGELES COUNTY BAR ASSOCIATION".

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 the Secretary of this corporation be and they hereby are authorized and directed to procure the adoption and the approval of the foregoing amendment by the written consent of the members of this corporation holding at least a majority of the voting power and thereafter to sign and verify by their oaths and to file a certificate in the form and manner required by Section 3672 of the California Corporations Code and in general to do any and all things necessary to effect said amendment in accordance with said Section 3672 .

2. The number of members of said corporation consenting to said amendment of its Articles of Incorporation is 2,218 and

FILED
In the Office of the Secretary of State
of the State of California
JAN 20 1961
MARK H. ROBERT, Secretary of State
Walter Ely, Deputy

the following is a copy of the form of written consent executed by said members:

WRITTEN CONSENT OF MEMBER TO AMENDMENT OF
ARTICLES OF INCORPORATION OF LOS ANGELES
BAR ASSOCIATION

WHEREAS, at a regular meeting of the Board of Directors of Los Angeles Bar Association, a California corporation, duly held for the transaction of business of said corporation at Los Angeles, California, on December 2, 1959, at which meeting a quorum of the members of said board was at all times present and acting, an amendment of the Articles of Incorporation of said corporation was adopted and approved by resolution of said board amending in its entirety Article 1 of said Articles of Incorporation to read as follows:

"1. The name of this corporation is
LOS ANGELES COUNTY BAR ASSOCIATION".


NOW THEREFORE, the undersigned member of said corporation does hereby adopt, approve and consent to the foregoing amendment of the said Articles of Incorporation and does hereby consent that Article 1 of said Articles of Incorporation be amended to read as herein set forth.

IN WITNESS WHEREOF, I have signed my name to the foregoing consent on the date indicated.


Date _____

3. The total number of members of said corporation entitled to vote on or consent to the adoption of such amendment is 3851. The number of members comprising a quorum is 50.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Amendment on January 15, 1960.



President of Los Angeles
Bar Association



Secretary of Los Angeles
Bar Association


STATE OF CALIFORNIA)
) ss.
COUNTY OF LOS ANGELES)

HUGH W. DARLING and WALTER ELY, being first duly sworn, each for himself deposes and says:

That HUGH W. DARLING is, and was at all of the times mentioned in the foregoing Certificate of Amendment, the President of Los Angeles Bar Association, the California corporation therein mentioned, and WALTER ELY is, and was at all of said times, the Secretary of said corporation; that each has read said certificate and that the statements therein made are true of his own knowledge, and that the signatures purporting to be the signatures of said President and Secretary thereto are the genuine signatures of said President and Secretary, respectively.




HUGH W. DARLING



WALTER ELY

Subscribed and sworn to before me this 15 day of January, 1960.



Notary Public in and for
the County of Los Angeles,
State of California.

ESTER YACER