

**COPY**

2378827

ARTICLES OF INCORPORATION  
OF  
SAN DIEGO ASIAN FILM FOUNDATION  
A  
CALIFORNIA NON PROFIT CORPORATION

**ENDORSED - FILED**  
in the office of the Secretary of State  
of the State of California

JAN 28 2002

BILL JONES, Secretary of State

- I: The name of this corporation shall be: SAN DIEGO ASIAN FILM FOUNDATION.
- II: The Place in this state where the principal office of the Corporation is to be initially located is the City of San Diego, San Diego County
- III: 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 the corporation is to:
- (a) Present and promote independent films created by, for, or about persons of Asian/Pacific Islander descent. SDAFF hopes to also provide and create quality culturally educational programming for the community, with an emphasis on the Asian American experience. Said specific and primary purposes shall be charitable and educational in nature
  - (b) The general purposes and powers are to have and to exercise all rights and powers conferred on nonprofit corporations under the laws of California, including the power to contract, rent, buy or sell personal or real property, provided however, that this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this organization.
- IV: The corporation shall have 1 director. The initial directors' name and address is:
- Lee Ann Kim  
11078 Lopez Ridge Way  
San Diego, CA 92121
- V: (a) This corporation is organized and operated exclusive for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.
- (b) Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from Federal Income Tax under Section 501 (c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law) or (2) by a corporation contributions to which are deductible under Section 170 (C) (2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United State Internal Revenue Law.)
- (c) No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the

corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office

- VI: The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusive for charitable purposes and which has established its tax exempt status under Section 501 (c)(3) of the Internal Revenue Code
- VII: The name and address in the State of California of this corporation's initial agent for service of process is Lee Ann Kim, 11078 Lopez Ridge Way, San Diego, CA 92121
- VIII: The corporation shall not have members.
- IX: The period of duration of the corporation is perpetual.

Date: January 23, 2002



Lee Ann Kim, Initial Director

I declare I am the person who executed the foregoing articles of Incorporation which execution is my act and deed.



Lee Ann Kim, Initial Director