



State of California
Secretary of State

I, DEBRA BOWEN, 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

MAR 06 2008

DEBRA BOWEN
Secretary of State

**ARTICLES OF INCORPORATION
OF THE
POINT LOMA CLUSTER SCHOOLS FOUNDATION**

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

MAR 04 2008

I.

The name of this corporation is Point Loma Cluster Schools Foundation

II.

A. 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 charitable purposes.

B. The specific purpose of this corporation is to provide financial and other support to the activities, including but not limited to the educational and athletic programs, of the following public schools in the Point Loma region of San Diego, California, and for related causes: Barnard Elementary School, Dewey Elementary School, Cabrillo Elementary School, Ocean Beach Elementary School, Silvergate Elementary School, Loma Portal Elementary School, Sunset View Elementary School, Dana Middle School, Correia Middle School, and Point Loma High School.

III.

The name and address in the State of California of this corporation's initial agent for service of process is Teresa Drew, 4670 Newport Avenue, San Diego, CA 92107.

IV.

A. This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

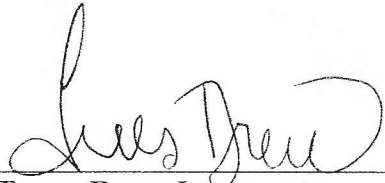
B. Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

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.

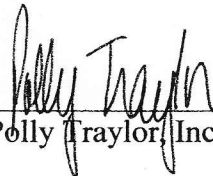
V.

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, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

Dated: March 3 ____, 2008



Teresa Drew, Incorporator



Polly Traylor, Incorporator

