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

JAN 06 2009

**ARTICLES OF INCORPORATION
OF
LINCOLN HEIGHTS BENEFIT ASSOCIATION OF LOS ANGELES**

ONE: The name of this corporation is Lincoln Heights Benefit Association of Los Angeles.

TWO: This corporation is a non-profit 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.

THREE: The name and address in the State of California of this corporation's initial agent for service of process is: Marco Li Mandri, Interim Administrator c/o 2130 Columbia Street, San Diego, CA 92101.

FOUR: a) This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 170(c)(2) and Section 501(c)(3) of the United States Internal Revenue Code of 1986, as amended ("Code").

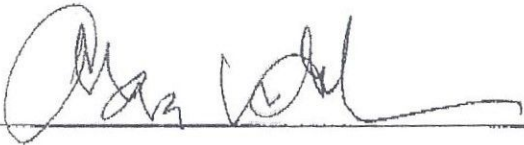
b) Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(a) of the Code or (2) by a corporation contributions to which are deductible under Section 170(a) of the Code.

c) No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, except as otherwise permitted in accordance with elections duly made pursuant to Section 501(h) of the Code and Section 23704.5 of the California Revenue and Taxation Code. This corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of, or in opposition to, any candidate for public office.

FIVE: 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.

On the dissolution or winding up of this corporation, its assets remaining after payment of, 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 Code.

DATED: Dec 15, 2008

, Incorporator

