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**ENDORSED
FILED**
In the office of the Secretary of State
of the State of California
SEP 8 - 1976

MARCH FONG EU, Secretary of State

Irene Keeler
Deputy

ARTICLES OF INCORPORATION
OF
FRIENDS OF THE AMADOR COUNTY LIBRARY

I. NAME

The name of the corporation is FRIENDS OF THE AMADOR COUNTY LIBRARY.

II PURPOSES AND POWERS

The purposes for which this corporation is formed are:

(a) The specific and primary purposes are to promote, encourage and foster the maintenance and operation of a public library system in the County of Amador, State of California.

(b) The general purposes and powers are:

(1) To receive property by devise or bequest, subject to the laws regulating the transfer of property by will, and otherwise to acquire and hold all property, real or personal, including, without limitation, shares of stock, bonds, and securities of other corporations.

(2) To sell, convey, exchange, lease, mortgage, encumber, transfer on trust, or otherwise dispose of, any such property, both real and personal, as the objects and purposes of the corporation may require, subject to such limitations as may be prescribed by law.

(3) To make and perform contracts in furtherance of the purposes of this corporation.

(4) To act as trustee under any trust incidental to the principal objects of the corporation, and receive, hold, administer, and expend funds and property subject to such trust.

(5) To do all other acts necessary or expedient for the administration of its affairs and the attainment of its purposes.

(6) To have and exercise all the rights and powers conferred on nonprofit corporations under the General Nonprofit Corporation Law of California, as such law is now in effect or may at any time hereafter be amended.

(c) Notwithstanding any of the above statements of purposes and powers, 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 corporation.

III ORGANIZATION

This corporation is organized pursuant to the General Non-profit Corporation Law of the State of California and does not contemplate pecuniary gain or profit to the members thereof and it is organized for nonprofit purposes.

IV PRINCIPAL OFFICE

The county in this State where the principal office for the transaction of the business of the corporation is located is Amador County.

V DIRECTORS

The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>Name</u>	<u>Address</u>
Louis Fontenrose	P.O.Box 244 Sutter Creek, Ca. 95685
Peter B. Bunting	P. O. Box 387 Jackson, Ca. 95642
George S. Koch	P. O. Box 607 Jackson, Ca. 95642
Earnest C. Lucot	315 Water St. Jackson, Ca. 95642
Patricia-Lee Works	505 Stasal Ave. Jackson, Ca. 95642

VI ACTION BY CONSENT OF BOARD WITHOUT MEETING

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board. Such action by written consent shall have the same force and effect as the unanimous vote of such Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by the unanimous written consent of the Board of Directors without a meeting

and that the Articles of Incorporation authorize the Directors to so act, and such statement shall be prima facie evidence of such authority.

VII BYLAW PROVISIONS

(a) Directors. The manner in which Directors shall be chosen and removed from office, their qualifications, powers, duties, compensation, and tenure of office, the manner of filling vacancies on the Board, and the manner of calling and holding meetings of Directors, shall be as stated in the Bylaws.

(b) Members. The authorized number, if any, and qualifications of members of the corporation, the filling of vacancies, the different classes of membership, if any, the property, voting and other rights and privileges of members, and their liability to dues and assessments and the method of collection, and the termination and transfer of membership shall be as stated in the Bylaws.

VIII DEDICATION AND DISSOLUTION

(a) The property of this corporation is irrevocably dedicated to library purposes and no part of the net income or assets of this organization shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private persons.

(b) On the dissolution or winding up of the 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 library purposes and which has established its tax exempt status under Section 501 (c) (3) of the Internal Revenue Code.

(c) If this corporation holds any assets on trust, or the corporation is formed for charitable purposes, such assets shall be disposed of in such manner as may be directed by decree of the superior court of the county in which the corporation has its principal office, on petition therefor by the Attorney General or by any person concerned in the liquidation, in a proceeding to which the Attorney General is a party.

IX LIMITATION ON CORPORATE ACTIVITIES

None of the activities of this corporation shall consist of the carrying on of propaganda, or otherwise attempting, to influence legislation, nor shall this corporation participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

X NAME OF EXISTING ASSOCIATION

The name of the unincorporated association which is being incorporated is FRIENDS OF THE AMADOR COUNTY LIBRARY.

IN WITNESS WHEREOF, the undersigned, being the President,
the Treasurer, and the Secretary, respectively, of Friends of the
Amador County Library, the unincorporated association which is being
incorporated hereby, have executed these Articles of Incorporation on

Aug. 12, 1976

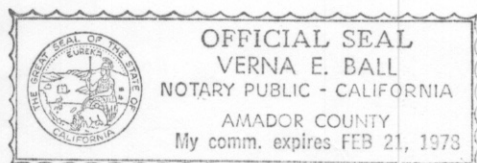
Louis Fontenrose
Louis Fontenrose, President

Ernest C. Lucot
Ernest C. Lucot, Treasurer

Patricia-Lee Works
Patricia-Lee Works, Secretary

STATE OF CALIFORNIA)
COUNTY OF AMADOR) ss

On August 12, 1976, before me, VERNA E. BALL,
a Notary Public for the State of California, personally appeared
Louis Fontenrose, Ernest C. Lucot, and Patricia-Lee Works, known
to me to be the persons whose names are subscribed to the foregoing
Articles of Incorporation, and acknowledged that they executed the
same.



34 Summit St., Jackson, California 95642

Verna E. Ball
Notary Public for the State of
California.
My Commission expires Feb. 21, 1978

AFFIDAVIT OF INCORPORATING OFFICERS

STATE OF CALIFORNIA)
(ss
COUNTY OF AMADOR)

Louis Fontenrose, Earnest C. Lucot, and Patricia-Lee Works,
being duly sworn, each for himself, deposes and says:

That they are the President, the Treasurer, and Secretary,
respectively, of Friends of the Amador County Library, the un-
incorporated association mentioned in the foregoing Articles of
Incorporation, and that said association has duly authorized
its incorporation and has authorized the undersigned, as said
officers, to execute the Articles of Incorporation.

Louis Fontenrose
Louis Fontenrose, President

Earnest C. Lucot
Earnest C. Lucot, Treasurer

Patricia-Lee Works
Patricia-Lee Works, Secretary

Subscribed and sworn to before me
this 12th day of August, 1976

Verna E. Ball
Notary Public for the State of California

My Commission expires Feb. 21, 1978

