

A0579727

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

APR 03 2002

BILL JONES, Secretary of State

## RESTATED ARTICLES OF INCORPORATION

The undersigned certify that:

1. They are the President and Corporate Secretary respectfully of CALIFORNIA STATE HORSEMEN'S ASSOCIATION, a California corporation (#190113)
2. The Articles of Incorporation are amended and restated to read as follows;

**ONE:** The name of the corporation is CALIFORNIA STATE HORSEMEN'S ASSOCIATION, INCORPORATED.

**TWO:** 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 and public purposes. This organization is educational in that its programs are designed to be educational for the benefit of horsemen of every age; to instruct them in the proper care and handling of horses, to teach values of animal husbandry as well as competition, team work and compassion for others; to educate the local government agencies as to the importance and economic impact of the equine industry on their local areas as well as state-wide; to provide scholarships to the young and older horsemen to achieve continuing education in the equine and agriculture field and to provide athletic competition among horse enthusiast of all principles. It is charitable in that it provides a repository for contributions to the programs and administration for the provision of educational programs as well as the production of scholarships and ongoing contributions to the community.

**THREE:** (a) This corporation is organized and operated for charitable and educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law, by providing an opportunity to businesses, corporations, professions, and individuals to provide for gifts, contributions, property, donations, scholarships and funds for the benefit of children, adults, their families, the equestrian community and allied agencies and programs within the State of California, to encourage and promote awareness of the equestrian community, family and individual needs and to contribute to the well being of California communities.

(b) Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by (1) a corporation exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue code or (2) by a corporations contributions which are deductible under Section 170 (c) (2) of the Internal Revenue Code.

The corporation elects to be governed by all of the provisions of the Nonprofit Corporation Law of 1980 not otherwise applicable to it under Part 5.

( 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, or in opposition to any candidate for public office.

FOUR: The property of this corporation is irrevocably dedicated to the purposes as set fourth in Article # 3 above and no part of the net income or assets of the organization shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person.

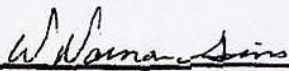
FIVE: On the dissolution or winding up of the corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of this corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable and educational equestrian purposes and which has established its tax-exempt status under Section 501 © (3) of the Internal Revenue Code.

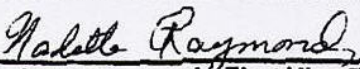
SIX: The foregoing amendment and restatement of the Articles of Incorporation was duly approved by a unanimous vote of the Board of Directors at the annual meeting of same on November 10, 2001 in Santa Rosa, California.

SEVEN: The foregoing amendment and restatement of the Articles of Incorporation was duly approved by the required vote of the majority of the membership at the Annual meeting of the General Membership on November 10, 2001 in Santa Rosa, California.

WE FURTHER DECLARE under the penalty of perjury under the laws of the State of California that the matters as set forth in this Certificate are true and correct of our own knowledge and understanding.

DATED 3-26-2002

  
W. Norman Sims - President  
California State Horsemen's Association.

  
Nadette Raymond - First Vice President  
Corporate Secretary  
California State Horsemen's Association

