

ARTICLES OF INCORPORATION
OF
CAL MARITIME CORPORATION

FILED
Secretary of State
State of California

JUL 31 2019

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ARTICLE I. Corporate Name/Registered Office

The name of this corporation shall be CAL MARITIME CORPORATION. The principal office for the transaction of the business of this corporation shall be located in the City of Vallejo and County of Solano, State of California.

ARTICLE II. Purpose

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 Corporation Law for public purposes.

This corporation is organized, and at all times hereafter shall be operated in connection with, exclusively for the benefit of, to perform the functions of, or to carry out the mission of California State University Maritime Academy. This corporation is organized exclusively for public purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Internal Revenue Code"). The specific and primary purposes of this corporation are:

- (a) To develop and increase the facilities of California State University Maritime Academy for broader educational opportunities and service to students, alumni, the community served by the University, and the citizens of the State of California;
- (b) To provide funding for scientific, economic, and other types of research at California State University Maritime Academy;
- (c) To provide funding for the establishment of scholarships and other student assistance programs to California State University Maritime Academy, and other programs essential to the academic mission of California State University Maritime Academy from sources other than those from which the State of California ordinarily makes appropriations to California State University Maritime Academy;
- (d) To further the educational objectives of California State University Maritime Academy, its students and its faculty, and as a part thereof, to furnish to them at reasonable costs books, materials and supplies, food, board, lodging, and housing facilities; and to acquire, own, operate and maintain facilities that may serve to accomplish or assist in such objectives;
- (e) To advance the future development of California State University Maritime Academy

by providing the community with a better understanding of California State University Maritime Academy's teaching, research and public service mission and accomplishments;

- (f) To solicit gifts on behalf of the California State University Maritime Academy by encouraging gifts to California State University Maritime Academy of money, property, works of art, historical papers and documents, museum specimens of educational, artistic or historical value and any other assets of value of any description;
- (g) To receive property by gift, by bequest, by will, or upon trust to the same extent as a natural person, grant, or otherwise acquire and hold all property, real or personal, including stocks, bonds or securities of other corporations; to make gift or trade of such property; to originate and carry on projects, survey and investigations in all matters applicable or related to such purposes;
- (h) To provide advisory counsel and assistance to the President of California State University Maritime Academy; and
- (i) To have and exercise all powers conferred by the laws of the State of California that are incidental to but are necessary for carry out the above purposes.

The foregoing provisions shall be construed as both purposes and powers of this corporation, but no recitation, expression, or declaration of specific or special powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressly declared that all other lawful purposes and powers not inconsistent herewith are hereby included.

ARTICLE III. Initial Agent for Service of Process

The name and address in the State of California of this corporation's initial agent for services of process is:

Mark Goodrich
California State University Maritime Academy
200 Maritime Academy Drive
Vallejo, CA 94590

ARTICLE IV. Exempt Status and Limitation on Activities

This corporation is organized and shall be operated exclusively for public purposes set forth in Article II within the meaning of Internal Revenue Code Section 501(c)(3). No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and this 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.

ARTICLE V. Dissolution

The property of this corporation is irrevocably dedicated to public purposes set forth in Article II, 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 of this corporation, its net assets remaining after payment of, or provision for payment of, all debts and liabilities of this corporation, other than trust funds, shall be distributed to one or more nonprofit corporations organized and operated for the benefit of California State University Maritime Academy; such corporation or corporations to be selected by the Board of Trustees of this corporation and approved by the President of the California State University Maritime Academy and the Chancellor of the California State University. Such nonprofit corporation or corporations must be qualified for Federal income tax exemptions under Section 501 (c)(3) of the Internal Revenue Code and be organized and operated exclusively for charitable, educational and/or religious purposes, or for a combination of said purposes. In the alternative, upon dissolution of this corporation, its net assets remaining after payment of, or provision for payment of, all debts and liabilities of this corporation, other than trust funds, shall be distributed to California State University Maritime Academy or any successor approved by the President of the California State University Maritime Academy and the Chancellor of the California State University.

ARTICLE VI. Conformity with Law

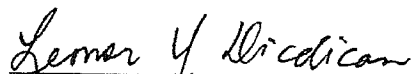
This corporation shall be an auxiliary organization of California State University Maritime Academy, and shall conduct its operations in conformity with the California statutes governing such organizations (Chapter 7, commencing with Section 89900, of Part 55, Division 8, Title 3 of the Education Code) and the Regulations adopted by the Board of Trustees of California State University (Subchapter 6, commencing with Section 42400, of Chapter 1, Division 5 of Title 5 of the California Code of Regulations) as required by the Education Code, Section 89900 (c).

ARTICLE VII. Amendments

These Articles of Incorporation may be amended in the manner authorized by law and the bylaws of this corporation at the time of amendment.

ARTICLE VIII. Address

The initial street address of this corporation is: 200 Maritime Academy Drive, Vallejo, CA 94590. The initial mailing address of this corporation is: 200 Maritime Academy Drive, Vallejo, CA 94590.



Leonor Y. Diccian, Incorporator

Dated: July 29, 2019



I hereby certify that the foregoing transcript of 3 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

AUG 09 2019

Date: _____

Alex Padilla
ALEX PADILLA, Secretary of State

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