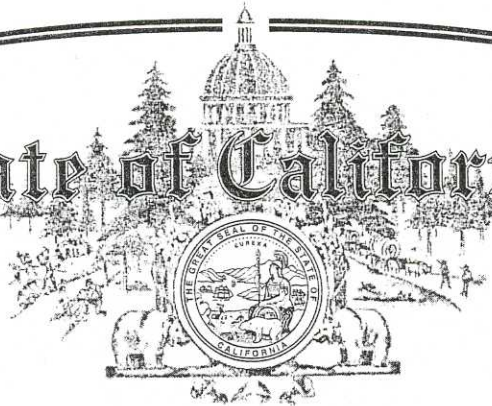


State of California



SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 4 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

MAY - 4 2001



Bill Jones

Secretary of State

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

APR 23 2001

BILL JONES, Secretary of State

**ARTICLES OF INCORPORATION
OF
ST. JEROME'S ACADEMY ALUMNI ASSOCIATION OF NORTH AMERICA, INC.
A CALIFORNIA PUBLIC BENEFIT CORPORATION**

ARTICLE I

The name of this corporation is St. Jerome's Academy Alumni Association of North America, Inc.

ARTICLE 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 purposes for which this corporation is organized are: We are committed to the furtherance of St. Jerome's Academy's mission of academic excellence and public service, by sharing these ideals, developing programs and services to achieve that end, through the dedication and leadership of its alumni.

ARTICLE III

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

Name: ROBERTO F. MATAWARAN

Address: 1147 STIRLING DRIVE

City: RODEO State: CALIFORNIA Zip: 94572

ARTICLE IV

- A. This corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.
- B. Notwithstanding any other provision of these Articles, the 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(c)(3) of the Internal Revenue Code or (2) 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, or in opposition to, any candidate for public office.

ARTICLE V

The names and addresses of the persons appointed to act as the initial Directors of this corporation are:

Name	Address
Roberto F. Matawaran	1147 Stirling Drive, Rodeo, California 94572
Noel Cruz	133 Cardoza Street, Hercules, California 94547
Teresita S. Cruz	872 Sandy Cove Drive, Rodeo, California 94572
Jocel S. DeCastro	129 Mitchell Court, Vallejo, California 94589
Concepcion M. De Guzman	156 12 th Street, Richmond, California 94801
May SM. Romero	986 Baypoint Way, Rodeo, California 94572
Gina S.F. Santiago	83 Ocean Grove Avenue, Daly City California 94015
Eduardo M. Tech	241 Grenadine Way, Hercules, California 94547
Don M. Trinidad	872 Lausanne Avenue, Daly City, California 94014

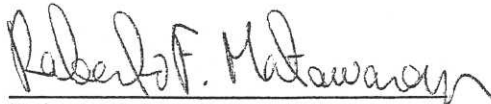
ARTICLE VI

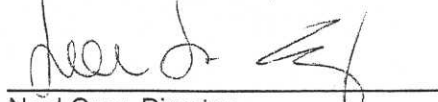
The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of the organization shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person.

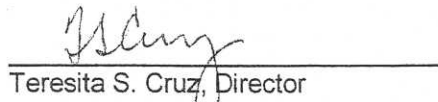
On the dissolution or winding up of the corporation, its assets remaining after payment of, or

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 purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

Date: 4/9/2001

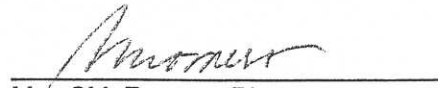

Roberto F. Matawaran, Director


Noel Cruz, Director

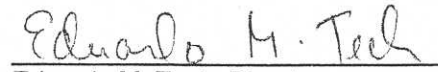

Teresita S. Cruz, Director



Jocel S. DeCastro, Director


Concepcion M. De Guzman, Director

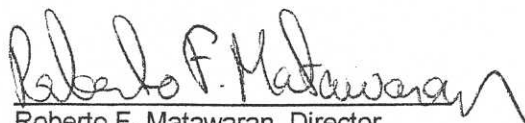

May SM. Romero, Director


Gina S.F. Santiago, Director


Eduardo M. Tech, Director

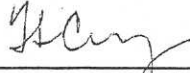

Don M. Trinidad, Director

We, the above-mentioned initial directors of this corporation, hereby declare that we are the persons who executed the foregoing Articles of Incorporation, which execution is our act and deed.

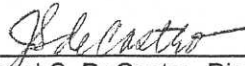

Roberto F. Matawaran, Director




Noel Cruz, Director



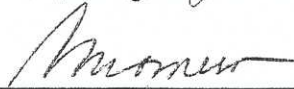
Teresita S. Cruz, Director



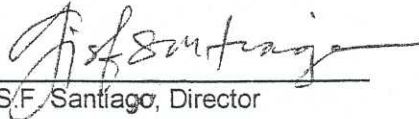
Jocel S. DeCastro, Director



Concepcion M. De Guzman, Director



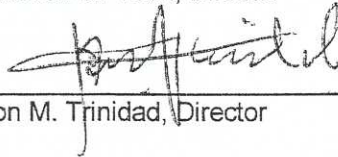
May SM. Romero, Director



Gina S.F. Santiago, Director



Eduardo M. Tech, Director



Don M. Trinidad, Director

