

**ARTICLES OF INCORPORATION**  
**OF**  
**VILLA PARK COMMUNITY SERVICES FOUNDATION**

I.

The name of this corporation is VILLA PARK COMMUNITY SERVICES FOUNDATION.

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 of this corporation include the following:

1. To provide safe recreational and other community activity opportunities for youth, adults, and seniors.
2. To coordinate the planning, preservation, and presentation of leisure, historical, music, and/or arts programs within the City of Villa Park.
3. To coordinate the use and development of community resources to promote and support activities which advance the overall well-being and improve the quality of life of persons in the City of Villa Park.
4. To own and maintain suitable real and personal property which is deemed necessary for the purpose of this Foundation.
5. To enter into, make, and perform, and carry out contracts of every kind for any lawful purpose, without limit as to amount.

6. To receive, hold, and disburse gifts, bequests, devises, and other funds to advance the purpose of the Foundation.

C. All of this corporation's income will be used for community services events and coordinate leisure, historical, music, and/or arts programs within the City of Villa Park.

### III.

If the corporation ever ceases to be used for charitable purposes listed above within the City of Villa Park, this corporation shall thereupon be dissolved.

### IV.

The members of the Corporation shall be the current members of the City Council. The initial Board of Directors shall be nominated by the Members. The existing directors shall nominate subsequent directors. Directors shall be elected by a majority vote of the Member at their annual meetings. The general management of the affairs of this Corporation shall be under the control and direction of the Board of Directors.

### V.

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

George Rodericks  
17855 Santiago Boulevard  
Villa Park, California 926861

### VI.

A. Notwithstanding any provision contained in these Articles or in any other governing instrument of this corporation, this corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section

501(c)(3) of the Internal Revenue Code of 1986, as amended, (the "Code") or the corresponding provision of any future United States internal revenue law, or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Code or the corresponding provision of any future United States internal revenue law.

B. 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.

C. Notwithstanding any provision contained in these Articles or in any other governing instrument of this corporation, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

## VII.

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 hereof or to the benefit of any private person. Upon the dissolution or winding up of this corporation, its assets remaining after payment (or provision for payment) of all of its debts and liabilities shall be distributed to the City of Villa Park provided that it is then an organization described in Section 170(c)(2) of the Code or the corresponding provision of any future United States internal revenue law; and if not, such assets shall be distributed to a nonprofit fund, foundation or corporation designated by the Board of Directors of this 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 or the corresponding provision of any future United States internal revenue law.

### VIII.

Notwithstanding any provision contained in these Articles or in any other governing instrument of this corporation, this corporation is required to distribute its income for each taxable year at such times and in such manner as not to subject this corporation to tax under Section 4942 of the Code or the corresponding provision of any future United States internal revenue law. In addition, this corporation shall not, during any period and to the extent that it is a private foundation described in Section 509 of the Code or the corresponding provision of any future United States internal revenue law, (a) engage in any act of self-dealing as defined in Section 4941(d) of the Code; (b) retain any excess business holdings as defined in Section 4943(c) of the Code; (c) make any taxable expenditures as defined in Section 4945(d) of the Code; or (d) make any investments in such manner as to subject the corporation to tax under Section 4944 of the Code or the corresponding provision of any future United States internal revenue law.

### IX.

These Articles may not be amended without the prior written consent of the Councilmember-Directors.

Dated:

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Linda L. Dalton  
Incorporator

The undersigned hereby declares that she is the person who executed the foregoing Articles of Incorporation, which execution is her act and deed.

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Linda L. Dalton