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**CERTIFICATE OF RESTATED AND AMENDED  
ARTICLES OF INCORPORATION**

**OF**

**YOUNG LADIES' GRAND INSTITUTE  
A California Nonprofit Corporation**

OP FILED KK  
Secretary of State CRW  
State of California

JUL 13 2016

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The undersigned certify:

They are the President and Secretary, respectively, of Young Ladies' Grand Institute, a California Non-profit Corporation.

The Articles of Incorporation of this Corporation are amended and restated to read as follows:

I

The name of the corporation is: Young Ladies' Grand Institute.

II

This corporation is a nonprofit mutual benefit corporation organized under the Nonprofit Mutual Benefit Corporation Law. The purpose of this corporation is to engage in a lawful act or activity, other than credit union business, for which a corporation may be organized under such law.

III

The purposes for which this corporation is formed are to encourage all young ladies of the Roman Catholic faith to become members, to promote the uniform administration of privileges, honors and benefits; their advancement, morally, mentally and socially, to provide for, and comfort the sick and distressed members; to establish subordinate Institutes and grant charters thereto, to acquire and hold property and dispose thereof for the purposes and benefits of said Institute and generally do all things incident to the Institute.

IV

The corporation elects to be governed by the provisions of the California Corporations Code Sections 7130, 7131 and 7132, the Mutual Benefit Corporation Law.

## V

The corporation shall have perpetual existence unless dissolved according to law.

## VI

Upon dissolution of the corporation, after paying or adequately providing for the debts, obligation and liabilities of the corporation, the remaining assets will be distributed to one or more exempt purposes to an organization within the concepts of Section 501(c)(8) of the Internal Revenue code or the corresponding provisions of any future federal tax code that adheres to and follows the intents and the purposes and uses as set forth in the corporate purpose in these Articles. Any such assets not so disposed of shall be disposed of by the court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as the Court shall determine which are organized and operated truthfully for such purpose.

## VII

The foregoing amendment and Restatement of Articles of Incorporation has been duly approved by the Board of Directors.

## VIII

The forgoing statement and amendment and Restatement of Articles of Incorporation has been duly approved by the required vote of the members.

Each of the undersigned declares under penalty of perjury under the laws of the State of California, that the statements in the foregoing Certificate are true and correct of their own knowledge and that this declaration was executed on June 28, 2016.

DATED: June 28, 2016.

Virginia Kream  
President

Anita M. Grohs  
Secretary