

DEC 12 1995

BILL JONES, Secretary of State

ARTICLES OF INCORPORATION

OF

SECOND HARVEST FOOD BANK OF SAN JOAQUIN & STANISLAUS COUNTY, INC.

I. NAME

The name of this corporation is: SECOND HARVEST FOOD BANK OF SAN JOAQUIN & STANISLAUS COUNTY, INC.

II. PURPOSES, LIMITATIONS, DEDICATION AND DISSOLUTION

a. The specific purpose of this corporation is to develop and operate a program of collecting in-kind donations of products and services, as well as funds and thereafter distributing to the needy through a network of eligible charities.

b. 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 publication or distribution of statements), on behalf of any candidate for public office.

c. 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 thereof or to the benefit of any private person.

d. Upon the dissolution or winding up of the corporation, its assets remaining after payment, 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.

e. This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code

III. ORGANIZATION

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.

IV. PRINCIPAL OFFICE

The county in this State where the principal office for the transaction of the business of the corporation is located in San Joaquin County.

V. DIRECTORS

The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

Name	Address
Marie Enriquez	1136 Sonoma Avenue Modesto, CA 95355
Paul T. Rengh	1451 Nana Place Manteca, CA 95336
Robert Klinger	2050 Angelico Circle Stockton, CA 95207

VI. BYLAW PROVISIONS

(a) Directors. The manner in which Directors shall be chosen and removed from office, their qualifications, powers, duties, compensation, and tenure of office, the manner of filling vacancies on the Board, and the manner of calling and holding meetings of Directors, shall be stated in the Bylaws.

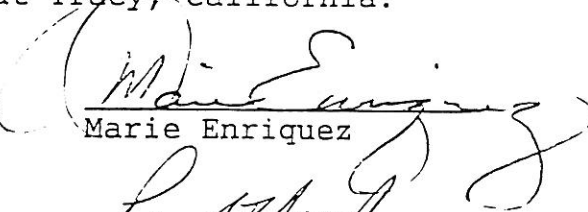
(b) Members. The authorized number, if any, and qualification of members of the corporation, the filling of vacancies, the different classes of membership, if any, the property, voting and other rights and privileges of members, and their liability to dues and assessments and the method of collection and the termination and transfer of membership shall be as stated in the Bylaws.

VII. AGENT FOR SERVICE OF PROCESS

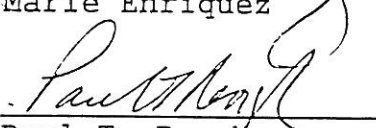
The name and address in the state of California of this corporation's initial agent for service of process is: G. ARCHER BAKERINK, ATTORNEY AT LAW, 1030 Central Avenue, Tracy, California 95376.

EXECUTION

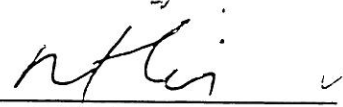
IN WITNESS WHEREOF, the undersigned, who are the initial directors of the corporation have executed these Articles of Incorporation on October 3, 1995 at Tracy, California.



Marie Enriquez



Paul T. Rengh



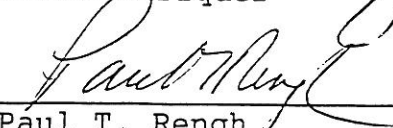
Robert Klinger

DECLARATION


We, the undersigned, declare that we are the persons who executed the above instrument and that said instrument is our act and deed.



Marie Enriquez



Paul T. Rengh



Robert Klinger