

# STATE OF CALIFORNIA



## OFFICE OF THE SECRETARY OF STATE

I, *EDMUND G. BROWN JR.*, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the RECORD on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute  
this certificate and affix the Great  
Seal of the State of California this

MAR 8 - 1974



*Edmund G. Brown Jr.*  
Secretary of State

710079

ARTICLES OF INCORPORATION  
OF  
SEXUAL LAW REPORTER

ENDORSED  
FILED

In the office of the Secretary of State  
of the State of California

MAR 8 1974

EDMUND G. BROWN, Secretary of State  
By JAMES E. HARRIS  
Deputy

FIRST: The name of this corporation is:

SEXUAL LAW REPORTER

SECOND: a) The specific and primary purposes for which this corporation is formed are: to educate members of the bar, law students, legal scholars, the judiciary, as well as other professionals and members of the public of legal developments in the area of sexuality and the law. This primary purpose is educational within the requirements of I.R.S. Code Section 501(c) (3) and California Revenue and Taxation Section 23701(d).

b) The general purposes and powers of this corporation are to have and to exercise all rights and powers conferred upon nonprofit corporations under California law, including the power to contract, obtain credit, rent, buy or sell real or personal property, provided however that this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this corporation.

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 in any political campaign including the publishing or distributing of statements on behalf of any candidate for public office.

THIRD: This corporation is organized pursuant to the General Nonprofit Corporation Law of the State of California and does not contemplate pecuniary gain or profit to the members thereof and it is organized for nonprofit purposes.

FOURTH: The county in the State of California where the principal office for the transaction of the activities of this corporation is located is Los Angeles County.

FIFTH: a) The number of Directors of this corporation shall be 3.

b) The names and addresses of the persons who are to act in the capacity of the first Directors are:

Thomas F. Coleman	Ahmanson Center East Suite 700 3701 Wilshire Blvd. Los Angeles, Cal., 90010
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David L Sterling	618½ East Lomita Avenue Glendale, California, 91205
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Helen M. Kerkyras	618½ East Lomita Avenue Glendale, California, 91205
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c) The number of Directors authorized in paragraph (a) may be changed by Amendment to these Articles.

d) Any action required to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board. Such action by written consent shall have the same force and effect as the

unanimous vote of such Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by the unanimous written consent of the Board of Directors without a meeting and that the Articles of the corporation authorize the Directors to so act, and such statement shall be prima facie evidence of such authority.

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

f) Directors shall not be personally liable for the debts, liabilities, or obligations of the corporation.

SIXTH: The persons who are the Directors of the corporation from time to time shall be its only members and on ceasing to be a Director of this corporation any such person shall cease to be a member. Members of this corporation are not personally liable for the debts, liabilities, or obligations of the corporation.

SEVENTH: The property of this corporation is irrevocably dedicated to educational purposes and no part of the net income or assets of this organization shall inure to the benefit of any director, officer, or member thereof or to the benefit of any private individual. Upon the dissolution

or winding up of this corporation, its assets, after payment of or provision for payment of all debts and liabilities of this corporation, shall be distributed to a nonprofit corporation, fund, or foundation which is organized and operated exclusively for educational purposes and which has established a tax exempt status under Section 501(c) (3) of the Internal Revenue Code. If this corporation holds any assets in trust, or a corporation is formed for charitable purposes, such assets shall be disposed of in such manner as may be directed by decree of the Superior Court of the county in which the corporation has its principal office, upon petition therefore by the Attorney General or by a person concerned in the liquidation in a proceeding to which the Attorney General is a party.

EIGHTH: These articles may, except as provided by law imposing more stringent requirements, be amended as follows:

a) Before any members, other than the incorporators, have been admitted to the corporation, by a writing signed by two-thirds of the incorporators.

b) After members, other than the incorporators, have been admitted to the corporation, by resolution of the Board of Directors and by two-thirds or more of a quorum of the members given either before or after the resolution of the Board.

IN WITNESS WHEREOF, we, the undersigned, being persons named above as the first Directors, have executed these Articles

of Incorporation this 14 day of December, 1973.

Thomas F. Coleman

Thomas F. Coleman

Helen M. Kerkyras

Helen M. Kerkyras

David L. Sterling

David L Sterling

STATE OF CALIFORNIA,  
COUNTY OF LOS ANGELES

On this 14<sup>th</sup> day of DECEMBER, 1973, before me, the undersigned, a Notary Public, personally appeared Thomas F. Coleman, Helen M. Kerkyras, and David L Sterling, known to me to be the persons whose names are subscribed to the within Articles of Incorporation and acknowledged to me that they executed the same. In witness whereof, I have hereunto set my hand and affixed my official seal on the day and year first above written.

Carolyn R. Webberley

Notary Public for the State of  
California

My commission expires OCTOBER, 1977

