

Law Offices of
JOHN E. LAHART
A Professional Corporation
950 Northgate Drive
Suite 107
San Rafael, California 94903
Telephone (415) 491-9500

HJP
6/12/01

June 11, 2001

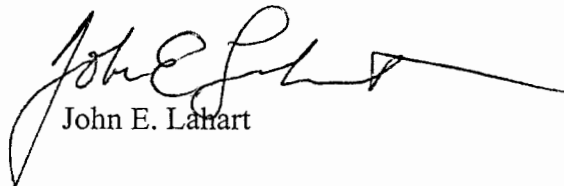
C.E. Pennington, M.D.
6800 Raldina Court
Carmichael, CA 95608-4561

Re: Incorporation

Dear Dr. Pennington,

Enclosed is a copy of the Articles of Incorporation filed on 6/4/2001.

Very truly yours,


John E. Lahart

JEL/de
Enclosures
cc: Mr. Gene Pennington w/enclosures

State of California



SECRETARY OF STATE

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

That the attached transcript of 2 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

JUN - 6 2001

Bill Jones

Secretary of State



2346142

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

JUN - 4 2001

BILL JONES, Secretary of State

ARTICLES OF INCORPORATION

I

The name of this corporation is Pennington Research Association, Incorporated.

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 public and charitable purposes.
- B. The specific purpose of this corporation is to promote genealogy research educational programs for both members and the general public and to provide the results of such research to libraries and historical museums.

Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or by a corporation contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

III

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

C.E. Pennington
6800 Raldina Court
Carmichael, California 95608-4561

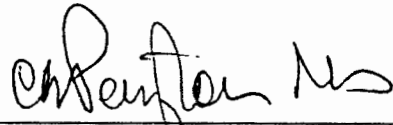
IV

- A. This corporation is organized and operated exclusively for educational purposes within the meaning of Section 501 (c) (3), Internal Revenue Code.

- 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 publishing or distribution of statements) on behalf of any candidate for public office.

V

The property of this corporation is irrevocably dedicated to charitable or educational 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. 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 or educational purposes and which has established its tax exempt status under Section 501 (c) (3), Internal Revenue Code.



C.E. Pennington, Incorporator

