

SEP 22 2011

**Articles of Incorporation  
of  
The House of China (HOC)  
A California Public Benefit Corporation**

**ONE:** The name of this corporation is "The House of China (HOC)."

**TWO:** 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. As part of its charitable purposes, this corporation will preserve, present and promote Chinese and American culture and friendship to the general public and to our membership. The corporation may provide open house cultural displays, school children presentations, encourage civic participation, raise and spend funds for cultural events and activities, friendship activities, and engage in such other educational and informational activities.

**THREE:** The name and address in the State of California of this corporation's initial agent for service of process is David Seid at 12002 Rue Des Amis, San Diego, California 92131.

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

(b) Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

(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 or intervene in any political campaign (including the publishing or distribution of statements) on behalf of, or in opposition to, any candidate for public office.

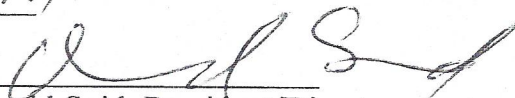
**FIVE:** The names and addresses of the persons appointed to act as the initial directors of this corporation are:

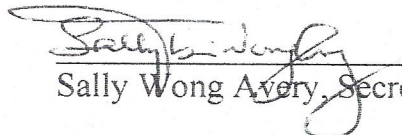
Name	Address
David Seid	12002 Rue Des Amis, San Diego, California 92131
Sally Wong Avery	2618 W. Canyon Avenue, San Diego, CA 82123
Sharon Wong	11358 Via Playa De Cortes, San Diego, CA 92124

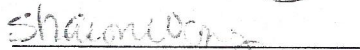
**SIX:** The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of the organization shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person.

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

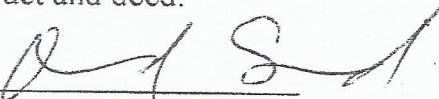
Date: 9/20/11

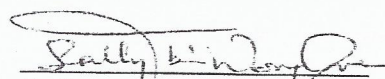
  
\_\_\_\_\_  
David Seid, President/Director

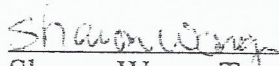
  
\_\_\_\_\_  
Sally Wong Avery, Secretary/Director

  
\_\_\_\_\_  
Sharon Wong, Treasurer/Director

We, the above-mentioned initial directors of this corporation, hereby declare that we are the persons who executed the foregoing Articles of Incorporation, which instrument is our act and deed.

  
\_\_\_\_\_  
David Seid, President/Director

  
\_\_\_\_\_  
Sally Wong Avery, Secretary/Director

  
\_\_\_\_\_  
Sharon Wong, Treasurer/Director

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I hereby certify that the foregoing transcript of 3 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

OCT 15 2011

Date: \_\_\_\_\_ *in*

*Debra Bowen*  
DEBRA BOWEN, Secretary of State