

3657955

FILED
Secretary of State
State of California

MAR 19 2014

**ARTICLES OF INCORPORATION
OF
EPIPHYLLUM SOCIETY OF AMERICA**

100

1. The name of the corporation is EPIPHYLLUM SOCIETY OF AMERICA.
2. The 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.
3. The specific purposes of the corporation are to promote interest, education, and cultivation of epiphytic cactus species and hybrids of the tribe *Hylocereae*, conduct exhibitions, promote the exchange of ideas, encourage correct nomenclature usage, and perform the duties of the International Registration Authority for plants of the tribe *Hylocereae* in accordance with the requirements established by the International Society for Horticulture Science. The corporation is organized and will be operated exclusively for such charitable purposes within the meaning of Internal Revenue Code Section 501(c)(3) or the corresponding provisions of any later federal tax laws. The corporation shall not be operated for pecuniary gain or profit, and it does not contemplate the distribution of gains, profits, or dividends to any members thereof or to any private shareholder, as defined in Internal Revenue Code Section 501(c)(3). Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of the corporation, and the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Internal Revenue Code Section 501(c)(3) or the corresponding provisions of any later federal tax laws, or (b) by a corporation, contributions to which are deductible under Internal Revenue Code Section 170(c)(2) or the corresponding provisions of any later federal tax laws.
4. The name and street address in the State of California of the corporation's initial agent for service of process is:

Galen D. Pittman
437 Bennett Avenue
Glendora, California 91741

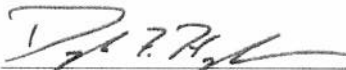
5. The corporation's initial addresses are as follows:
 - (a) Street Address:
13674 Geranium Street
China, California 91710
 - (b) Mailing Address:
P.O. Box 1395
Monrovia, California 91017-1395

6. (a) No substantial part of the activities of the corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, except as provided in Internal Revenue Code Section 501(h), 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.

(b) The property, assets, profits, and net income, if any, of the corporation are irrevocably dedicated to charitable purposes, and no part of the net income or assets of the corporation shall inure to the personal benefit of any director, trustee, officer or member of the corporation, or to the benefit of any other private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the corporation and make payments and distribution in furtherance of public and charitable purposes.

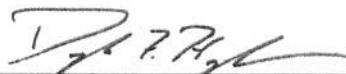
(c) Upon the dissolution and winding up of the corporation, its assets remaining after payment of, or provision for payment of, all of the corporation's debts and liabilities shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Internal Revenue Code Section 501(c)(3).

Dated: March 19, 2014



Douglas F. Higham, Jr., Incorporator

I hereby declare that I am the person who executed the foregoing, Articles of Incorporation, which execution is my act and deed.



Douglas F. Higham, Jr.


MAY 28 2014
DEBRA BOWEN, Secretary of State



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

MAR 25 2014 8

Date: _____

Debra Bowen
DEBRA BOWEN, Secretary of State