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

FEB 7 2011

**ARTICLES OF INCORPORATION
OF
ALBERTSON & DAVIDSON CHILDREN'S FOUNDATION, INC.**

I.

The name of this corporation is ALBERTSON & DAVIDSON CHILDREN'S FOUNDATION, INC.

II.

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.

III.

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

Mr. Keith A. Davidson
3750 Santa Fe Avenue, Suite 109
Riverside, California 92507

IV.

A. This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code (or corresponding provision of any future United States Internal Revenue Law).

B. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, except as provided in Section 501(h) of the Internal Revenue Code of 1986, 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 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 purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

VI.

Notwithstanding any other provision of these articles, 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 Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law).

VII.

A. The corporation will distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Internal Revenue Code Section 4942 (or corresponding provision of any future United States Internal Revenue Law), to the extent such code section applies to this corporation.


B. The corporation will not engage in any act of self-dealing as defined in Internal Revenue Code Section 4941(d) (or corresponding provision of any future United States Internal Revenue Law).

C. The corporation will not retain any excess business holdings as defined in Internal Revenue Code Section 4943(c) (or corresponding provision of any future United States Internal Revenue Law).


D. The corporation will not make investments in a manner that would subject it to tax under Internal Revenue Code Section 4944 (or corresponding provision of any future United States Internal Revenue Law).

E. The corporation will not make any taxable expenditures as defined in Internal Revenue Code Section 4945(d) (or corresponding provision of any future United States Internal Revenue Law).

Dated this 4 day of February, 2011.


Keith A. Davidson, Incorporator

I hereby declare that I am the person who executed the Articles of Incorporation dated February 4, 2011, which execution is my act and deed.


Keith A. Davidson



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.

MAR 15 2011

(Handwritten mark)

Date: _____

Debra Bowen

DEBRA BOWEN, Secretary of State