

950861

ENDORSED  
FILED

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

SEP 28 1995

ARTICLES OF INCORPORATION

OF

ANAHEIM TRANSPORTATION NETWORK

*Bill Jones*  
BILL JONES, Secretary of State

1. The name of this corporation is Anaheim Transportation Network.
2. (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 purposes.  
  
(B) The specific purpose of this corporation is to organize the collective actions of the public and private sectors to address the unique transportation and air quality issues of local employers, major event centers, and visitor- and convention-related businesses located throughout certain portions of the City of Anaheim, California known as the Anaheim Resort Area ("ARA") and Stadium Business Center ("SBC"); to facilitate a forum for the corporation's members and other interested persons to work together to develop workable transportation solutions; and to provide leadership to maximize access, enhance mobility, and assist with regulatory compliance, all for the benefit of the corporation's members and the public who are visitors to, or are employed within, the ARA and the SBC.  
  
(C) Notwithstanding any of the above statements of purposes and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the specific purpose of this corporation.
3. The name and address in the State of California of this corporation's initial agent for service of process is: Ms. Kelly Vasquez, 100 S. Anaheim Boulevard, Suite 300, Anaheim, California 92805.
4. The property of this corporation is irrevocably dedicated to social welfare 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 social welfare purposes and which has established its tax exempt status under Section 501(c)(4) of the United States Internal Revenue Code.

5. The membership of this corporation shall consist of the

municipal government of the City of Anaheim and other public agencies, and employers and event centers within the ARA and the SBC area of the City of Anaheim. Voting members, each of whom shall have one vote, shall be owners of hotels, motels and event centers, and other employers, whose places of business are located in the ARA or SBC area. Non-voting, ex-officio members shall be public agencies including, but not limited to, the City of Anaheim and the California Department of Transportation ("Caltrans"). The corporation may also have Associates, who will participate in the corporation's programs and activities on a non-voting basis.

6. These Articles may be amended or repealed only by the vote or written assent of at least sixty-six and two-thirds percent (66-2/3%) of the total membership of the corporation and a majority of the Board of Directors.

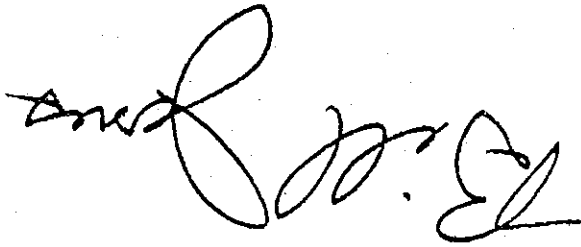
IN WITNESS WHEREOF, for the purpose of forming this corporation, the undersigned incorporator has executed these Articles of Incorporation this 18 day of April, 1995.

Kelly Vasquez  
KELLY VASQUEZ

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

Kelly Vasquez

Secretary of State



OCT 19 1995

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

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

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

CORPORATION DIVISION

State of California  
SECRETARY OF STATE



1950861

DEPARTMENT OF THE TREASURY

INTERNAL REVENUE SERVICE

DISTRICT DIRECTOR

2 CUPANIA CIRCLE

MONTEREY PARK, CA 91755-7406

Date: 01/01/88

Employer Identification Number:

33-0688792

Case Number:

956135082

Contact Person:

TYRONE THOMAS

Contact Telephone Number:

(213) 894-2289

Internal Revenue Code

Section 501(c)(4)

Accounting Period Ending:

June 30

Form 990 Required:

Yes

Addendum Applies:

No

Dear Applicant:

Based on information supplied, and assuming your operations will be as stated in your application for recognition of exemption, we have determined you are exempt from Federal income tax under section 501(a) of the Internal Revenue Code as an organization described in the section indicated above.

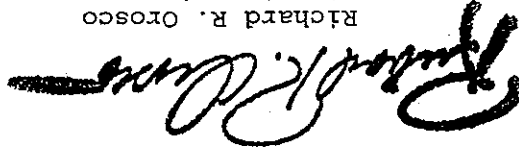
Unless specifically excepted, you are liable for taxes under the Federal Insurance Contributions Act (social security taxes) for each employee to whom you pay \$100 or more during a calendar year. And, unless excepted, you are also liable for tax under the Federal Unemployment Tax Act for each employee to whom you pay \$50 or more during a calendar quarter if, during the current or preceding calendar year, you had one or more employees at any time in each of 20 calendar weeks or you paid wages of \$1,500 or more in any calendar quarter. If you have any questions about excise, employment, or other Federal taxes, please address them to this office.

If your sources of support, or your purposes, character, or method of operation change, please let us know so we can consider the effect of the change on your exempt status. In the case of an amendment to your organizational document or bylaws, please send us a copy of the amended document or bylaws. Also, you should inform us of all changes in your name or address.

In the heading of this letter we have indicated whether you must file Form 990, Return of Organization Exempt from Income Tax. If yes is indicated, you are required to file Form 990 only if your gross receipts each year are normally more than \$25,000. However, if you receive a Form 990 package in the mail, please file the return even if you do not exceed the gross receipts test. If you are not required to file, simply attach the label provided, check the box in the heading to indicate that your annual gross receipts are normally \$25,000 or less, and sign the return.

If a return is required, it must be filed by the 15th day of the fifth month after the end of your annual accounting period. A penalty of \$10 a day is charged when a return is filed late, unless there is reasonable cause for the delay. However, the maximum penalty charged cannot exceed \$5,000 or 5 per-

Richard R. Orusco  
District Director



Sincerely yours,

If you have any questions, please contact the person whose name and telephone number are shown in the heading of this letter.

Because this letter could help resolve any questions about your exempt status, you should keep it in your permanent records.

If we have indicated in the heading of this letter that an addendum applies, the enclosed addendum is an integral part of this letter.

Donors may not deduct contributions to you because you are not an organization described in section 170(c) of the Code. Under section 6113, any fundraising solicitation you make must include an express statement (in a conspicuous and easily recognizable format) that contributions or gifts to you are not deductible as charitable contributions for Federal income tax purposes. This provision does not apply, however, if your annual gross receipts are normally \$100,000 or less, or if your solicitations are made to no more than ten persons during a calendar year. The law provides penalties for failure to comply with this requirement, unless failure is due to reasonable cause.

You are not required to file Federal income tax returns unless you are subject to the tax on unrelated business income under section 511 of the Code. If you are subject to this tax, you must file an income tax return on Form 990-T, Exempt Organization Business Income Tax Return. In this letter, we are not determining whether any of your present or proposed activities are unrelated trade or business as defined in section 513 of the Code.

You need an employer identification number even if you have no employees. If an employer identification number was not entered on your application, a number will be assigned to you and you will be advised of it. Please use that number on all returns you file and in all correspondence with the Internal Revenue Service.

Donors may not deduct contributions to you because you are not an organization described in section 170(c) of the Code. Under section 6113, any fundraising solicitation you make must include an express statement (in a conspicuous and easily recognizable format) that contributions or gifts to you are not deductible as charitable contributions for Federal income tax purposes. This provision does not apply, however, if your annual gross receipts are normally \$100,000 or less, or if your solicitations are made to no more than ten persons during a calendar year. The law provides penalties for failure to comply with this requirement, unless failure is due to reasonable cause.

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ANAHMIM TRANSPORTATION NETWORK

September 28, 1995

In reply refer to  
340:G :PTS

ANAHEIM TRANSPORTATION NETWORK  
C/O KELLY VASSUEZ  
100 S. ANAHEIM BLVD.  
SUITE 300  
ANAHEIM CA 92805

Purpose : SOCIAL WELFARE  
Code Section : 23701F  
Form of Organization : Corporation  
Accounting Period Ending: June 30  
Organization Number :

You are exempt from state franchise or income tax under the section of the Revenue and Taxation Code indicated above.

This decision is based on information you submitted and assumes that your present operations continue unchanged or conform to those proposed in your application. Any change in operation, character, or purpose of the organization must be reported immediately to this office so that we may determine the effect on your exempt status. Any change of name or address also must be reported.

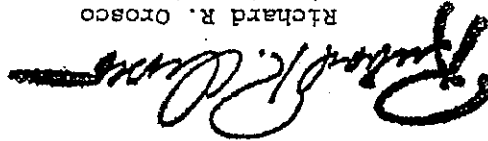
In the event of a change in relevant statutory, administrative, judicial case law, a change in federal interpretation of federal law in cases where our opinion is based upon such an interpretation, or a change in the material facts or circumstances relating to your application upon which this opinion is based, this opinion may no longer be applicable. It is your responsibility to be aware of these changes should they occur. This paragraph constitutes written advice, other than a chief counsel ruling, within the meaning of Revenue and Taxation Code Section 21012 (a)(2).

You may be required to file Form 199 (Exempt Organization Annual Information Return) on or before the 15th day of the 5th month (4 1/2 months) after the close of your accounting period. See annual instructions with forms for requirements.

You are not required to file state franchise or income tax returns unless you have income subject to the unrelated business income tax under Section 23731 of the Code. In this event, you are required to file Form 109 (Exempt Organization Business Income Tax Return) by the 15th day of the 5th month (4 1/2 months) after the close of your



Richard R. Orasco  
District Director



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cent of your gross receipts for the year, whichever is less. This penalty may also be charged if a return is not complete, so please be sure your return is complete before you file it.

ANHEIM TRANSPORTATION NETWORK