

A handwritten signature in black ink, appearing to read "Debra Bowen".

**State of California**  
Secretary of State

I, DEBRA BOWEN, 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

JUL 1 0 2009

A handwritten signature in black ink, appearing to read "Debra Bowen".

DEBRA BOWEN  
Secretary of State

JUL 2 2009

**AMENDED AND RESTATED ARTICLES OF INCORPORATION  
LUTHERAN HIGH SCHOOL ASSOCIATION OF ORANGE COUNTY**

The undersigned certify that:

1. They are the Chief Executive Officer and the Secretary, respectively, of Lutheran High School Association of Orange County, a California nonprofit religious corporation.
2. The Articles of Incorporation of this Corporation are amended and restated to read as follows:

I.

The name of this Corporation is Lutheran High School Association of Orange County.

II.

This Corporation is a religious corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Religious Corporation Law primarily for religious purposes, specifically including the maintenance, management, operation and control of that certain Christian high school known as Lutheran High School of Orange County. This Corporation elects to be governed by all the provisions of the new law not otherwise applicable to it under Part 5 of Division 2 of Title 1 of the California Corporations Code. The exempt purposes of this Corporation shall be limited to those religious, charitable or educational purposes permitted under the provisions of section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code").

III.

The property of this Corporation is irrevocably dedicated to religious 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, except as may be permitted of any corporation described in section 501(c)(3) of the Code.

IV.

Upon the dissolution of winding up of this 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 religious, charitable or educational purposes and which has established its tax-exempt status under section 501(c)(3) of the Code.

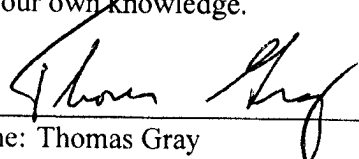
V.


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.

3. The foregoing Amended and Restated Articles of Incorporation have been duly approved by the board of directors of this Corporation.
4. The foregoing Amended and Restated Articles of Incorporation have been duly approved by the members of this Corporation acting through their delegates at a duly called and held meeting of the delegate assembly of this Corporation.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: June 22, 2009

  
\_\_\_\_\_  
Name: Thomas Gray  
Title: Chief Executive Officer

  
\_\_\_\_\_  
Name: Elinor Courvoisier  
Title: Secretary



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FILED  
Secretary of State  
State of California

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**CERTIFICATE OF AMENDMENT OF  
ARTICLES OF INCORPORATION OF  
LUTHERAN HIGH SCHOOL ASSOCIATION OF ORANGE COUNTY**

The undersigned certify that:

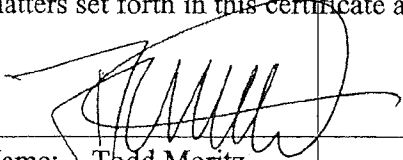
1. They are the Chief Executive Officer and Secretary, respectively, of Lutheran High School Association of Orange County, a California nonprofit religious corporation.
2. Article IV of the Articles of Incorporation of this Corporation is amended to read as follows:

**ARTICLE IV**

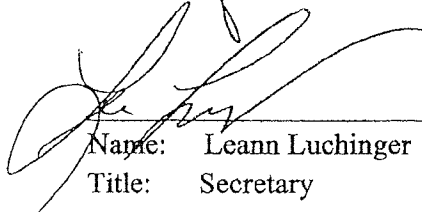
Upon the dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this Corporation shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for religious or charitable purposes, or for educational purposes meeting the requirements of Revenue and Taxation Code Section 214, subdivision (j), and which has established its tax-exempt status under Section 501(c)(3) of the Code.

3. The foregoing amendment of Articles of Incorporation has been duly approved by the Board of Directors.
4. The foregoing amendment of Articles of Incorporation has been duly approved by the members of this Corporation acting through their delegates at a duly called and held meeting of the delegate assembly of this Corporation.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

  
 Name: Todd Moritz  
 Title: Chief Executive Officer

9/14/17  
 Date

  
 Name: Leann Luchinger  
 Title: Secretary



I hereby certify that the foregoing transcript of 1 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 02 2017 *CPD*

Date: \_\_\_\_\_

*Alex Padilla*

ALEX PADILLA, Secretary of State