



Resolution 2023-01

RESOLUTION OF THE BOARD OF DIRECTORS, OCTOBER 14, 2023

BE IT RESOLVED, THAT THE BOARD OF DIRECTORS OF THIS CORPORATION HAS DETERMINED THAT IT IS IN THE BEST INTERESTS OF THIS CORPORATION THAT IT BE WOUND UP AND DISSOLVED, AND BE IT FURTHER

RESOLVED, THAT THE OFFICERS AND DIRECTORS OF THIS CORPORATION ARE AUTHORIZED AND DIRECTED TO OBTAIN THE VOTE OR WRITTEN CONSENT OF THE MEMBERS OF THIS CORPORATION NECESSARY FOR ADOPTION OF THE PLAN OF COMPLETE LIQUIDATION DESCRIBED IN THESE RESOLUTIONS AND FOR THE ELECTION TO WIND UP AND DISSOLVE THE CORPORATION AND TO TAKE APPROPRIATE MEASURES TO WIND UP AND DISSOLVE THIS CORPORATION, AND BE IT FURTHER

RESOLVED, THAT UPON OBTAINING THE CONSENT OF THE MEMBERS, THE PRESIDENT AND SECRETARY OF THIS CORPORATION OR A MAJORITY OF THE DIRECTORS CURRENTLY IN OFFICE ARE AUTHORIZED AND DIRECTED TO EXECUTE AND VERIFY A CERTIFICATE OF ELECTION TO WIND UP AND DISSOLVE IN ACCORDANCE WITH CORPORATIONS CODE SECTION 6611, AND TO FILE THE CERTIFICATE WITH THE CALIFORNIA SECRETARY OF STATE, AND TO FILE A COPY OF THAT CERTIFICATE WITH THE CALIFORNIA ATTORNEY GENERAL, AND BE IT FURTHER

RESOLVED, THAT THE OFFICERS OF THIS CORPORATION ARE AUTHORIZED AND DIRECTED TO FILE ALL FINAL RETURNS WITH THE CALIFORNIA ATTORNEY GENERAL, INTERNAL REVENUE SERVICE AND FRANCHISE TAX BOARD, AND BE IT FURTHER

RESOLVED, THAT ALL KNOWN DEBTS AND LIABILITIES OF THE CORPORATION SHALL BE PROVIDED FOR OR PAID, AND BE IT FURTHER

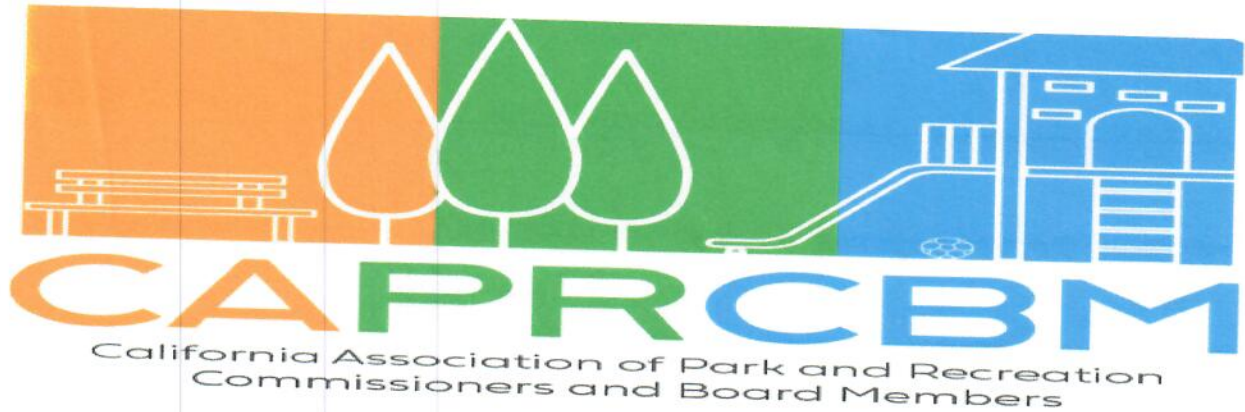
RESOLVED, THAT AFTER PAYING OR ADEQUATELY PROVIDING FOR ALL ITS KNOWN DEBTS AND LIABILITIES AND SECURING A WAIVER OF OBJECTIONS FROM THE CALIFORNIA ATTORNEY GENERAL TO THE DISPOSITION OF THE REMAINING ASSETS OF THIS CORPORATION, THAT THE REMAINING CORPORATE ASSETS BE DISTRIBUTED TO THE CALIFORNIA FOUNDATION FOR PARK AND RECREATION, A 501c3 NOT-FOR-PROFIT CORPORATION.

CLARENCE MAMARIL, PRESIDENT

DATE

Clarence Mamaril (PR)

10/14/2023



Ballot

A Roll Call vote was taken on October 14, 2023 to consider:

Board Resolution 2023-01

Board Members:

Clarence Mamaril	<input checked="" type="radio"/> Yes	<input type="radio"/> No	<input type="radio"/> Absent
Rebecca Carey	<input checked="" type="radio"/> Yes	<input type="radio"/> No	<input type="radio"/> Absent
Patricia Bentson	<input checked="" type="radio"/> Yes	<input type="radio"/> No	<input type="radio"/> Absent
Ron Ruef	<input checked="" type="radio"/> Yes	<input type="radio"/> No	<input type="radio"/> Absent
Steve Hoagland	<input checked="" type="radio"/> Yes	<input type="radio"/> No	<input type="radio"/> Absent
David Nigel	<input checked="" type="radio"/> Yes	<input type="radio"/> No	<input type="radio"/> Absent
Loretta Herrin	<input checked="" type="radio"/> Yes	<input type="radio"/> No	<input type="radio"/> Absent
Donna Peery	<input checked="" type="radio"/> Yes	<input type="radio"/> No	<input type="radio"/> Absent
Phil Brock	<input checked="" type="radio"/> Yes	<input type="radio"/> No	<input type="radio"/> Absent
Paul Hodges	<input checked="" type="radio"/> Yes	<input type="radio"/> No	<input type="radio"/> Absent
Bill Lock	<input type="radio"/> Yes	<input type="radio"/> No	<input checked="" type="radio"/> Absent



Ballot

Rebecca Rodarte-Byrne	Yes	No	<u>Absent</u>
Lupe Lopez-Garcia	Yes	No	<u>Absent</u>
Leo Friedland	Yes	No	<u>Absent</u>
Isabel Rodriguez	Yes	No	<u>Absent</u>

An absent member does not count in the total votes cast. A simple majority vote of those members present determines the outcome, either for or against the resolution.

Resolution 2023-02 Passes Fails

Signature

Patricia Bentson, Secretary/Treasurer