



**Paralyzed Veterans  
of America**

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California Chapter

# ARTICLES OF INCORPORATION

Paralyzed Veterans of America  
California Chapter, INC.

**ARTICLES OF INCORPORATION  
CALIFORNIA PARALYZED VETERANS  
ASSOCIATION**

**KNOW ALL MEN BY THESE PRESENTS:**

That we, the undersigned, having this day voluntarily associated ourselves for the purpose of forming a non-profit corporation, under the laws of the State of California, do hereby certify:

I. That the name of said corporation is California Paralyzed Veterans Association.

II.

A. The Corporation is organized and will be operated exclusively for charitable and educational purposes. More specifically, the purposes of the Corporation shall include, but not be limited to:

(a) To aid and assist in every way veterans of the Armed Forces of the United States who have suffered injuries or diseases of the spinal cord.

(b) To publicize the needs of such veterans through every means and channel available in order to effectuate the fulfillment of such needs as far as possible.

(c) To promote the full participation of the spinal cord injured or diseased into society by carrying out educational programs and by acquainting the public with their needs and problems and by aiding and assisting such constituent associations which may be organized for the same purposes.

(d) To advocate and foster thorough and continuing medical research in the fields connected with injuries and diseases of the spinal cord, including research in neurosurgery, genitourinary, orthopedics, and prosthetic appliances.

(e) To advocate and foster a comprehensive and effective reconditioning program for its members, as well as all paraplegics, to include a thorough physical reconditioning program; physiotherapy; competent walking instructions; an active sports program; adequate guidance, both vocational and educational; academic and vocational education, both in hospitals and educational institutions; psychological orientations and readjustment to family and friends, and functional and diversional occupational therapy.

(f) To cooperate with other Corporations and groups engaged in similar activities with a view toward carrying out the purposes described herein above in the most effective manner.

B. In furtherance of these purposes, the Corporation shall have all powers granted to a corporation under California law and the power to do all things necessary, proper and consistent with maintaining its tax-exempt status under section 501 (c)(3). All references to sections in these Articles refer to the Internal Revenue Code of 1986, as amended, or to comparable or corresponding provisions of subsequent United States internal revenue laws.

C. No part of the net earnings of the Corporation shall inure to the benefit or be distributed to any Director, employee or any other individual, partnership, estate, trust or corporation having a personal or private interest in the Corporation. Compensation for services actually rendered and reimbursement for expenses actually incurred in attending to the affairs of the Corporation shall be limited to reasonable amounts. No substantial part of the activities of the Corporation shall be devoted to the carrying on of propaganda or otherwise attempting to influence legislation (except to the extent permitted by section 501(h)) in a manner or to an extent which would disqualify the Corporation for tax exemption under section 501(c)(3). The Corporation shall not participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office (including publishing or distributing statements).

D. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any activity not permitted to be carried on by (a) a corporation exempt from Federal income tax under section 501(c)(3), or (b) a corporation, contributions to which are deductible under section 170(c)(2).

E. The Corporation shall seek sources of support and operate in such manner as will enable it to qualify as an organization that is not a private foundation within the meaning of section 509(a). However, for any period for which the Corporation may be a private foundation as defined in section 509(a), the Corporation shall be subject to the following restrictions and prohibitions:

1. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by section 4942.

2. The Corporation shall not engage in any act of self-dealing as defined in section 4941(d).

3. The Corporation shall not retain any excess business holdings as defined in section 4943(c).

4. The Corporation shall not make any investments in such manner as to subject it to tax under section 4944.

5. The Corporation shall not make any taxable expenditures as defined in section 4945(d).

III. That the principal office of the Corporation for the transaction of business shall be located in the County of Los Angeles, State of California.

IV. That the number of Directors of this Corporation is five (5), that the names and places of residence of those appointed to act until the first annual meeting of the membership or until the selection and qualification of their successors are as follows:

Name	Address
Frederick M. Smead	2201 Willow St., Yakima, WA
Randall E. Updyke	7705 Whitsett Ave., Los Angeles, CA
Lester E. Hanson	1111 - 8th Avenue, Lewiston, ID
Joseph Gusmeroli	Box 538, Garberville, CA
Richard S. Whittle	4166 - 4th Avenue, Los Angeles, CA

V. That the number of the members of the Board of Directors of this Corporation may be increased or decreased according to the bylaws.

VI. That the authorized membership of this Corporation shall be limited to individuals who have suffered spinal cord injuries or disease (non-venereal) and who are members of veterans of the Armed Forces and no such person, or any person, shall be a member until he/she shall have been elected to become a member according to any rules or bylaws that may be passed and/or adopted by other members or Board of Directors from time to time, and the rights, privileges, voting power and liability of members and dues in connection therewith shall be set forth by the bylaws.

VII. That the Corporation shall not be authorized to issue shares of stock, it being the intention to form and remain a non-profit Corporation; that membership certificates may be issued to its members certifying such membership therein; that it is a corporation which does not contemplate pecuniary gain or profit to the members thereof.

VIII. Dissolution: In the event of the dissolution or final liquidation of the Corporation:

1. None of the property of the Corporation nor any proceeds thereof shall be distributed to or divided among any of the directors or officers of the Corporation or inure to the benefit of any individual.

2. After all liabilities and obligations of the Corporation have been paid, satisfied and discharged, or adequate provision made therefor, all the business, assets and properties of the corporation shall be distributed to Paralyzed Veterans of America.

In Witness Whereof, we have hereunto set our hands this 7<sup>th</sup> day of February, 1946

Frederick M. Smead  
Randall E. Updyke  
Lass I. Ramsey, Jr.  
Joseph Gusmeroli

Lester E. Hansen  
Richard P. Sloviaczek  
Burt H. Carlton  
Richard S. Whittle

Incorporated 1946

Amended 1966 - Added California to name.

Amended 1981 - Added Article II Subsection (e)

Amended 1989 - 1. Corrected Language of 1981 Amendment Statement to read as follows: "Added Article II Subsection (e) between paragraphs One (1) and two (2) of Article II Subsection (d). 2. Deleted duplicate Articles III and IV.

Original wording of Article II Subsection (d) is as follows:

"To provide proper means for publicizing the objectives of the organization and foster legislation whereby these objectives may be realized.

This Corporation from time to time may pursue any one or more of the objectives set forth herein as the purposes of the Corporation and may transact its business in the State of California and/or in foreign countries."

Amended 1997 - Amended Article II to include the mandated language for tax exempt status under 501[c](3) of the Internal Revenue Code. Added Article VIII, which is entitled "Dissolution."