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OUR FILE NUMBER:

005175.00049
1220126V1

May 29, 2009

E-MAIL & FIRST CLASS MAIL

ATTORNEY-CLIENT PRIVILEGE
PERSONAL & CONFIDENTIAL

Cynthia E. Schelcher
West Valley-Mission Community College District Foundation
14000 Fruitvale Avenue
Saratoga, CA 95070

Re: Amendment to Articles of Incorporation re Name Change

Dear Cynthia:

Enclosed please find two (2) certified copies of the filed Certification of Amendment to Articles of Incorporation, showing the current name of the foundation to be "West Valley-Mission Community College Foundation." Please place at least one of the certified copies in your corporate records book. We have also enclosed a print-out from the California Secretary of State's website reflecting the name change.

We are also returning your original signed Minutes of Special Meeting of Board of Directors in which the board approved the name change. We have kept a copy for our file. Please place these minutes in your corporate records book.

Please call me or Cindy Arellano, Esq. if you have any questions.

Very truly yours,

ATKINSON, ANDELSON, LOYA, RUUD & ROMO


Lisa C. Zaradich

Enclosures: (2) Certified Copies of Amendment to Articles of Incorporation
Minutes

Print-out from Secretary of State website

cc: Cindy Strom Arellano, Esq. (w/o encl.)

**MINUTES OF SPECIAL MEETING
OF
BOARD OF DIRECTORS
OF
WEST VALLEY-MISSION ADVANCEMENT FOUNDATION
A California Nonprofit Public Benefit Corporation**

A special meeting of the board of directors of West Valley-Mission Advancement Foundation, a California nonprofit public benefit corporation, was held on April 13, 2009 at Saratoga, California.

The following directors were present at the meeting in person or by telephone:

Rob Fernandez

Mike Fox, Sr.

Cindy Schelcher

Bill Allman

Bill Cooper

Len Duncan

Phil Hartley

John E. Hendrickson

Tab Morales

Julian Roberts

Harriett Robles

Dan Schettler

Eugene Sterling

Mark Waxman

It was unanimously agreed that Rob Fernandez would act as chairman and as secretary of the meeting.

The chairman called the meeting to order and it was then moved and seconded to dispense with the reading of the minutes of the last meeting. Upon motion duly made and seconded, the following resolutions were adopted:

Amendment of Articles of Incorporation


The chairman stated it was in the best interests of the corporation to amend its articles of incorporation in order to change the corporate name due to the merger of West Valley-Mission Colleges Foundation into West Valley-Mission Advancement Foundation and pursuant to the Foundation Merger Document of February 29, 2008.

RESOLVED, that Article I of the articles of incorporation of this corporation is amended to read as follows:

"The name of this corporation shall be WEST VALLEY-MISSION COMMUNITY COLLEGE DISTRICT FOUNDATION."

RESOLVED FURTHER, that the President and Executive Secretary of this corporation are directed to prepare and execute the appropriate certificate of amendment of the articles of incorporation and file it with the California Secretary of State.

There being no further business to come before the meeting, the meeting was duly adjourned.



Cynthia Lynn Schelker, Secretary

WEST VALLEY-MISSION FOUNDATION

SPECIAL BOARD MEETING MINUTES

APRIL 13, 2009

BOARD ROOM, WEST VALLEY COLLEGE

Present: Rob Fernandez, Mike Fox, Sr., Cindy Schelcher, Bill Allman, Bill Cooper, Len Duncan, Phil Hartley, John E. Hendrickson, Tab Morales, Julian Roberts, Harriett Robles, Dan Schettler, Eugene Sterling, Mark Waxman; **Support Staff:** Candace Temple; **Guests:** Chad Walsh, Keith Balch, Mike Kotowski, Leah Dunn

Absent: Doug Allen, Linda Durnell, Mike Foulkes, Frank Jewett II, Willys Peck, Joseph Pon, Howard Bailey, David Montagna, **Support Staff:** Paula Pacheco

Amendment to Articles of Incorporation re: Name Change – ACTION ITEM

- Opening of Special Meeting
 - It was moved and seconded to approve the amendment to the Articles of Incorporation that states that the Board's name be changed from the West Valley-Mission Advancement Foundation to the West Valley-Mission Community College District Foundation. The motion was passed unanimously.
- Closure of Special Meeting

State of California
Secretary of State



I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 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

MAY 21 2009

DEBRA BOWEN
Secretary of State

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF

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

MAY 11 2009

WEST VALLEY-MISSION ADVANCEMENT FOUNDATION

The undersigned certify that:

1. They are the President and the Executive Secretary, respectively of West Valley-Mission Advancement Foundation, a California nonprofit public benefit corporation.

2. Article I of the Articles of Incorporation of this corporation is amended to read as follows:

"The name of this corporation shall be WEST VALLEY-MISSION COMMUNITY COLLEGE DISTRICT FOUNDATION."

3. This corporation has no members.

4. The foregoing amendment of Articles of Incorporation has been duly approved by the board of directors.

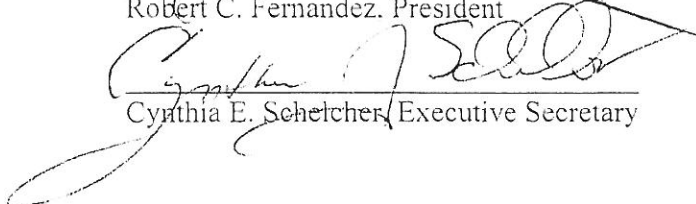
5. No other approvals are required.

6. 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: 4-13-09, 2009.




Robert C. Fernandez, President


Cynthia E. Schetcher, Executive Secretary



DISCLAIMER: The information displayed here is current as of MAY 22, 2009 and is updated weekly. It is not a complete or certified record of the Corporation.

| Corporation | | |
|---|------------------------------|-----------------------|
| WEST VALLEY-MISSION COMMUNITY COLLEGE DISTRICT FOUNDATION | | |
| Number: C1913231 | Date Filed: 9/21/1994 | Status: active |
| Jurisdiction: California | | |
| Address | | |
| 14000 FRUITVALE AVE | | |
| SARATOGA, CA 95070 | | |
| Agent for Service of Process | | |
| CYNTHIA J SCHELCHER | | |
| 14000 FRUITVALE AVE | | |
| SARATOGA, CA 95070 | | |

Blank fields indicate the information is not contained in the computer file.

If the status of the corporation is "Surrender", the agent for service of process is automatically revoked. Please refer to California Corporations Code Section 2114 for information relating to service upon corporations that have surrendered.