

ARTICLES OF INCORPORATION
OF
USA SURFING, INC

FILED
Secretary of State
State of California

PC MAR 24 2017

The undersigned hereby organizes a nonprofit corporation and adopt the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is USA Surfing, Inc. (hereinafter the "Corporation").

ARTICLE II

Corporate Purpose

The Corporation is organized as 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 and charitable purposes.

Consistent with the foregoing purposes, but without limiting their generality, the Corporation is particularly organized to foster national and international amateur sports competition in the sport of surfing, and to have all powers granted by the California Corporations Code, as may be amended from time to time, and all powers necessary or convenient to effect any or all of the purposes for which this nonprofit Corporation is organized so long as conforming in every way to the requirements for an exempt organization under Section 501(c)(3) of the Code.

ARTICLE III

Service of Process – Registered Agent

The name and street address of the initial registered agent of the Corporation within the State of California is:

Greg Cruse
1001 AVENIDA PICO STE C
SAN CLEMENTE, CA 92673

ARTICLE IV

Corporate Addresses

The initial street address of the Corporation within the State of California is:

USA Surfing, Inc.
1001 Avenida Pico Suite C229
San Clemente, CA 92673

ARTICLE V

No Members: No Stock

The Corporation shall not have any members or shareholders, and shall be governed in all respects by the Board of Twelve (12) Directors. The Corporation shall have no capital stock, and no person or entity shall have any interest in the assets or net earnings of the Corporation. No part of the Corporation's net earnings shall inure to the benefit of any officer, director, or individual.

ARTICLE VI

Additional Statements

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its officers or directors or any other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof.

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. f

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VII**Dissolution**

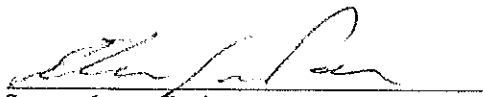
Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable, educational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

ARTICLE VIII**Limitation on Liability**

Except as required by law, neither the incorporator of this Corporation, nor any of the members of its Board of Directors, shall be individually or personally liable for any debts or obligations of this Corporation.

IN WITNESS WHEREOF, for the purpose of forming this nonprofit corporation under the laws of the State of California, the undersigned, who is a natural person of the age of 18 years or older constituting the incorporator of this Corporation, has executed these Articles of Incorporation this 1st day of March, 2017.

INCORPORATOR:



Steven James Park