

[STAMP]:

ENDORSED

FILED

in the office of the Secretary of State
of the State of California
MAY 28 1982

MARCH FONG EU, Secretary of State

[END STAMP]

***ARTICLES OF INCORPORATION OF
RELIGIOUS TECHNOLOGY CENTER***

(A Nonprofit Religious Corporation Formed and Operated

Pursuant to the laws of the State of California)

The undersigned individuals and each of them, namely: **TERRI GAMBOA, DAVID MAYO, NORMAN STARKEY, PHOEBE MAURER, LYMAN SPURLOCK, JR., JULIA WATSON, and DAVID MISCAVIGE**, each of whom resides in the State of California, and each of whom subscribes these Articles of Incorporation, both in his or her capacity as an incorporator of the Corporation and in his or her capacity as an initial Trustee of the Corporation, having associated one with the other for the purpose of forming a nonprofit religious corporation having the purposes, powers and limitations thereon, all as are more fully hereinafter provided, do hereby execute the following Articles of Incorporation:

ARTICLE I

Name of the Corporation

The name of the Corporation is RELIGIOUS TECHNOLOGY CENTER.

ARTICLE II

Primary and Exclusive Purpose of the Corporation

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 and exclusively for religious purposes. In addition to this Corporation's general religious purposes, and its more specific purposes of serving as a church, this Corporation is organized and shall be operated for the primary purpose of ensuring and maintaining the purity and integrity of the religion of Scientology by acting as a vehicle for guaranteeing the ethical propagation, worship and administration of the religious faith, doctrines and practice of Scientology, to regulate and conduct religious services for its congregation, to foster and enhance the spiritual welfare of the followers of Scientology, to espouse such evidence of the Supreme Being and human spirit as may be knowable to man and by their use to bring greater tranquility, order and survival to man in the external world, and to propagate and disseminate the Church creed in accordance with the religious faith of Scientology as laid down by the Founder, L. Ron Hubbard and as set forth in the Bylaws.

ARTICLE III

Limitations Upon the Corporation in Furtherance of Its Religious Purpose

(a) 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 private party or individual.

(b) Upon the winding up and dissolution of this Corporation, after paying or adequately providing for the debts and obligations of the Corporation, the remaining assets shall be distributed to a nonprofit fund, foundation or corporation organized and operated exclusively for charitable

purposes, or for religious purposes, or for both charitable and religious purposes, and that has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code of 1954, or successor statutes of similar import.

ARTICLE IV

The Corporation's Initial Agent for Service of Process

The Corporation's initial agent for service of process is the Reverend LYMAN D. SPURLOCK, JR., whose address is 4751 Fountain Avenue, Los Angeles, California 90029.

ARTICLE V

Duration of the Corporation's Existence

The duration of this Corporation's existence shall be perpetual.

ARTICLE VI

Regulation and Management of the Corporation's Affairs

The Corporation's affairs shall be regulated and managed by a Board of seven natural persons who shall be designated "Trustees", which Board shall have and exercise all powers given to "Directors" by the California Nonprofit Corporation Law.

[Editor's Note: These articles were "restated" in Sep 1982 without this limitation to a board of trustees and, indeed, mention "directors" in one provision (without clarifying this point) and the "revised" bylaws of RTC adopted in April 1983 enumerate rules for both a 3-person board of trustees (not 7, as indicated herein) and a 3-person board of directors.]

ARTICLE VII

Powers of the Corporation

Provided always that they shall be exercised only to the extent necessary or convenient to

effect this Corporation's religious purposes, or as an incident to the accomplishment of this Corporation's religious purposes, the Corporation shall have, exercise and enjoy all of the powers of a natural person, including without limitation all of the powers specifically set forth and enumerated in Section 9140 of the California Corporations Code. Moreover, without in any way detracting from the Corporation's authority to exercise fully all of such powers, this Corporation shall hold and enjoy the following powers:

(a) The Corporation shall have and enjoy full power to act as a trustee under any trust incidental to the principal objects of this Corporation and in the exercise of such power to receive, hold, administer, exchange and expend funds and property subject to such trust, subject always to all of the terms and provisions of the instrument by which such trust is created; and

(b) The Corporation shall have and enjoy the power and authority of a head organization, having full power and authority to institute or to create subordinate corporations, to issue charters to such subordinate corporations, and to require and assure that the articles of incorporation of such subordinate corporations require the dissolution of such subordinate corporations whenever the charter issued by this Corporation is surrendered to, taken away by, or revoked by this organization and requiring further that in the event of a dissolution of such subordinate corporation for any reason, then the assets of the subordinate corporation after compliance with Chapter 16 (commencing with Section 6610) and Chapter 17 (commencing with Section 6710) (made applicable pursuant to Section 9680) (all of the California . Corporations Code) shall be distributed to this Corporation; and ,

(c) This Corporation shall have and enjoy full power and authority to make provision for indemnification and reimbursement of its Trustees and Officers, and the directors, by whatever name

they may be known or designated, and officers, of any subordinate corporation which this Corporation may institute or create, for the defense of any proceeding, provided that such provision for indemnity shall never be in contravention of, or inconsistent with, the provisions of Section 9246 of the California Corporations Code.

ARTICLE VIII

Members of the Corporation

This Corporation shall have no members.

ARTICLE IX

Initial Trustees of the Corporation

The names and addresses of the persons appointed to act as this Corporation's initial Trustees are:

TERRI GAMBOA
4751 Fountain Avenue
Los Angeles, California 90029

PHOEBE MAURER
4751 Fountain Avenue
Los Angeles, California 90029

DAVID MISCAVIGE
4751 Fountain Avenue
Los Angeles, California 90029

DAVID MAYO
4751 Fountain Avenue
Los Angeles, California 90029

LYMAN D. SPURLOCK, JR.
4751 Fountain Avenue
Los Angeles, California 90029

NORMAN STARKEY

4751 Fountain Avenue
Los Angeles, California 90029

JULIA WATSON
4751 Fountain Avenue
Los Angeles, California 90029

ARTICLE X

Authority to Make, Repeal and Amend Bylaws

The authority to amend these Articles of Incorporation, and to make, repeal and alter or amend any code or codes of rules used, adopted or recognized for the regulation or management of the affairs of this Corporation, irrespective of the name or names by which such rules are designated, whether as "Bylaws" or otherwise, shall reside solely and exclusively in the Corporation's Trustees and shall be exercised only upon the unanimous action of all of this Corporation's Trustees.

[Editor's Note: The "Restated" Articles require a unanimous action of the "Directors" of the corporation, who are elected and removed by the trustees, mirroring the structure of CSI and varying the original structure of RTC initial Articles dated Jan 1, 1982.]

The undersigned, and each of them, declare that they are the persons who executed the above Articles of Incorporation, and such is their act and deed.

Dated: December 30, 1981

Signatures to original by:

Terri Gamboa, Incorporator; Phoebe Mauer, Incorporator; David Miscavige, Incorporator; Lyman Spurlock, Jr., Incorporator; Norman Starkey, Incorporator; Julia Watson, Incorporator; and David Mayo, Incorporator.

* * *

EDITOR'S NOTE: THE RESTATED ARTICLES AND ALL AMENDMENTS FOLLOW IN THE CHRONOLOGICAL ORDER IN WHICH THEY WERE FILED:

[STAMP]:

ENDORSED

FILED

in the office of the Secretary of State
of the State of California
SEPTEMBER 13, 1982

MARCH FONG EU, Secretary of State

[END STAMP]

RESTATED

ARTICLES OF INCORPORATION OF RELIGIOUS TECHNOLOGY CENTER

(A Nonprofit Religious Corporation Formed and Operated

Pursuant to the laws of the State of California)

Rev. STEPHEN MARLOWE and Rev. LAURA MARLOWE certify that:

1. They are the President and Secretary, respectively, of RELIGIOUS TECHNOLOGY
CENTER, A California nonprofit religious corporation.

2. The articles of incorporation shall be amended and restated to read as herein set forth

full:

ARTICLE ONE

Name of the Corporation

The name of the corporation shall be Religious Technology Center.

ARTICLE TWO

Duration of the Corporation

The duration of the corporation shall be perpetual.

ARTICLE THREE

Purpose of the Corporation

The 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 exclusively for religious purposes. Its purpose is espouse, present, propagate, practice, ensure and maintain the purity and integrity of the religion of Scientology, as the same has been developed and may be further developed by L. Ron Hubbard to the end that any person wishing to, and participating in Scientology may derive the greatest possible good of the spiritual awareness of his Beingness , Doingness and Knowingness. More particularly, the corporation is formed for the purpose of providing a corporate organization through which and by means of which the operations and activities of a church, may be accomplished. Its purpose is to act as the protector of the religion of Scientology by correctly managing and using , and making available for use by other Church organizations, religious trademarks and service marks, and the substantial body of confidential advanced religious technology which is a part of a body of truths and methods of application developed by L. Ron Hubbard from his observations and research, which when correctly applied can reveal the soul of man, extend his knowledge of the Infinite Being to him, and make known what is knowable about God. More particularly, the corporation is formed for the accomplishment, without limitation, of the following more specific purposes:

- a . To serve as a means of promulgating, protecting and administering the religious faith of Scientology throughout the world; and
- b. To regulate and conduct religious services including worship services for its parishioners; and
- c . To conduct religious and educational activities of various kinds; and

d. To foster and enhance the spiritual welfare of its followers, which shall be deemed to be Scientologists throughout the World.

ARTICLE FOUR

Power of the Corporation and Limitations Thereon

In the conduct of its activities and the accomplishment of its purposes, the corporation shall have and may exercise, to their fullest extent, all powers which nonprofit corporations are permitted by law to have and to enjoy; PROVIDED HOWEVER, that:

a. The property of the corporation is irrevocably dedicated to religious purposes, and no part of the income or assets of the corporation shall ever inure to the benefit of any private party or individual; and

b. No substantial part of the activities of the corporation shall be devoted to attempts to influence legislation, by propaganda or otherwise, and the corporation shall not participate or intervene, directly or indirectly, in any political campaign on behalf of or in opposition to any candidate for public office; and

c. The corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c) (3) of the Internal Revenue Code of 1954, or successor statutes of similar import; and

d. The corporation shall not carry on any activities not permitted to be carried on by a corporation described in Section 170 (c) (2) , contributions to which are deductible under Section 170 (a) of the Internal Revenue Code of 1954, or successor statutes of similar import.

ARTICLE FIVE

Agent for Service of Process

The name and address of the initial agent for service of process is omitted pursuant to

Section 5819 of the Corporations Code .

ARTICLE SIX

No Members of the Corporation

This corporation shall have no members.

ARTICLE SEVEN

Disposition of the Corporation's

Assets Upon Dissolution

In keeping with the religious purposes to which the corporation's property is irrevocably dedicated, upon the winding up and dissolution of the corporation, and after payment or adequate provision is made for its debts and obligations, the corporation's remaining assets shall be distributed to one or more nonprofit funds, foundations, trusts or corporations which are organized and operated exclusively for religious purposes, and which have established or are entitled to receive tax exempt status under Section 501 (c) (3) of the Internal Revenue Code of 1954, or successor statutes of similar import.

ARTICLE EIGHT

Amendment of the Corporation's

Articles of Incorporation

Notwithstanding any provision of the law permitting their amendment upon the affirmative act of less than all of the corporation's incumbent directors, the articles of incorporation may be amended only upon the unanimous act of the Directors of the corporation, then incumbent.

3. The corporation has no members and the By-Laws provide that the right to amend the articles resides solely and exclusively in the corporation's Trustees. The Trustees have

unanimously adopted these restated Articles of Incorporation.

[Editor's Note: So, other than restate the corporate purposes, these Restated Articles shifted the power to amend RTC articles of incorporation from a unanimous vote of the trustees to a unanimous vote of the directors. Viewing this change in conjunction with the RTC revised bylaws, the intent was to change the structure of RTC – initially governed solely by 7 trustees – to that of CSI's structure, i.e., a board of 3 trustees and a board of 3 directors, with the sole function of the trustees (who have lifetime positions) to elect and remove directors.]

Signatures to original by:

Rev. Stephen Marlow, President

Rev. Laura Marlow, Secretary

The undersigned declare under penalty of perjury that the matters set forth in the foregoing certificate are true of their own knowledge.

Executed at Los Angeles , California on June 15, 1982.

Original signed by:

Rev. Stephen Marlow, President

Rev. Laura Marlow, Secretary

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FILED
In the Office of the Secretary of State
of the State of California

A279095

MAR 14 1984

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
RELIGIOUS TECHNOLOGY CENTERBy Warren McShane
Deputy

Reverend Vicki Aznaran and Reverend Warren McShane certify that

1. They are the President and Secretary, respectively of RELIGIOUS TECHNOLOGY CENTER, a California nonprofit religious corporation.

2. The restated articles of incorporation have been amended in respect to Article Seven as follows:

Disposition of the Corporation's Assets
Upon Dissolution

In keeping with the religious purposes to which the corporation's property is irrevocably dedicated, upon the winding up and dissolution of corporation, and after payment or after provision is made for its debts and obligations, the corporation's remaining assets shall be distributed to one or more nonprofit funds, foundations, trusts or corporations which are organized and operated exclusively for religious purposes, and which are qualified as tax exempt under Section 501(c)(3) of the Internal Revenue Code of 1954, or successor statutes of similar import.

3. The corporation has no members and the Restated Articles provide that the right to amend the articles resides in the corporation's Directors. The Directors have unanimously adopted the foregoing amendment to the Articles of Incorporation.

Warren McShane
Rev. Warren McShane, Secretary

Vicki Aznaran
Rev. Vicki Aznaran, President

The undersigned declare under penalty of perjury that the matters set forth in the foregoing certificate are true of their own knowledge.

Executed at Los Angeles, California on March 18, 84

Warren McShane
Rev. Warren McShane

Vicki Aznaran
Rev. Vicki Aznaran

1063697

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

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
RELIGIOUS TECHNOLOGY CENTER

A315514

MAY 13 1986
March Fong Lu, Secretary of State

Rev. Vicki Aznaran and Rev. Warren McShane certify that:

1. They are the President and Secretary respectively, of RELIGIOUS TECHNOLOGY CENTER, a California nonprofit religious corporation.

2. The Articles of Incorporation shall be amended in respect to Article ~~VII~~ as follows:
SEVEN

ARTICLE ~~VII~~ SEVEN

DISPOSITION OF THE CORPORATION'S ASSETS
UPON DISSOLUTION

Upon the winding up and dissolution of the corporation and after payment or adequate provision is made for its debts and obligations, the corporation's remaining assets shall be distributed among one or more organizations which are described in section 501(c)(3) of the Internal Revenue Code and which are organized exclusively for purposes of the religion of Scientology as founded by L. Ron Hubbard.

3. The corporation has no members and the Bylaws provide that the right to amend the articles resides in the corporation's Directors and Trustees. The Directors and Trustees have unanimously adopted the foregoing amendment to the Articles of Incorporation.

Vicki Aznaran
Rev. Vicki Aznaran, President
Warren McShane
Rev. Warren McShane, Secretary

The undersigned declare under penalty of perjury that the matters set forth in the foregoing certificate are true of their own knowledge.

Executed at Los Angeles, California on 8 April 1986.

Vicki Aznaran
Rev. Vicki Aznaran
Warren McShane
Rev. Warren McShane

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FILED 8
the office of the Secretary of State
of the State of California

JUL 29 1994

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
RELIGIOUS TECHNOLOGY CENTERTony Miller
Acting Secretary of State

Warren McShane and Laurisse Stuckenbrock certify that:


1. They are the President and Secretary respectively, of RELIGIOUS TECHNOLOGY CENTER, a California nonprofit religious corporation.

2. The Articles of Incorporation shall be amended in respect to Article Seven as follows:

ARTICLE SEVEN
DISPOSITION OF THE CORPORATION'S ASSETS
UPON DISSOLUTION

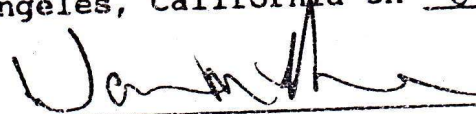

In keeping with the religious purposes to which the corporation's property is irrevocably dedicated, upon the winding up and dissolution of the corporation, and after payment or after provision is made for its debts and obligations, the corporation's remaining assets shall be distributed to one or more nonprofit funds, foundations, trusts or corporations which are organized and operated exclusively for religious purposes, and which are qualified as tax exempt under section 501(c)(3) of the Internal Revenue Code or the corresponding provisions of a future United States Internal Revenue Law.

3. The corporation has no members and the Bylaws provide that the right to amend the articles resides in the corporation's Directors and Trustees. The Directors and Trustees have unanimously adopted the foregoing amendment to the Articles of Incorporation.


Warren McShane, President
Laurisse Stuckenbrock, Secretary

The undersigned declare under penalty of perjury that the matters set forth in the foregoing certificate are true of their own knowledge.

Executed at Los Angeles, California on 28 July 1994


Warren McShane
Laurisse Stuckenbrock