

ARTICLES OF INCORPORATION
OF
CHURCH OF SCIENTOLOGY INTERNATIONAL

[Editor's note: dated Nov 1981, these articles were "restated" Sep 1982. See below.]

FIRST: The name of this corporation is CHURCH OF SCIENTOLOGY INTERNATIONAL.

SECOND: 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 exclusively for religious purposes. The corporation shall present and propagate the religion of Scientology founded and as it may be further developed by L. Ron Hubbard to the end that any person desiring participation or participating in the religion of Scientology may derive the greatest possible good from the increased Spiritual awareness of his imminent and immortal soul. The corporation shall forward and enhance its external activities in the material world through application of the corporation's religious guidance and ministration.

THIRD: The name of the initial registered agent is Chris Cobb at the address of 202 South Juanita, Apt 2-208, Los Angeles, California.

FOURTH: (a) The property of this corporation is irrevocably dedicated to religious purposes, and no part of the net income or assets of this organization 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 and/or religious purposes and that has established its tax-exempt status under Section 501 (c) (3) of the Internal Revenue Code of 1954 as amended.

FIFTH: (a) This corporation is organized exclusively for religious purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954 as amended. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 as amended (or the corresponding provision of any future United States Internal Revenue Law) or (ii) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1954 as amended (or the corresponding provision of any future United States Internal Revenue Law).

(b) No substantial part of the activities of this corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall this corporation

participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for political office.

SIXTH: The Articles of Incorporation and Bylaws of this corporation may be amended only upon the vote or written consent of all voting members of the corporation.

[Editor's note: An obvious mistake: the bylaws indicate there are no voting members. Not that it matters now because these articles were "restated" in Sep 1982. See below.]

Dated this 18 day of November, 1981.

(signed) Richard Murray

I hereby declare that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.

(signed) Richard Murray

Filed under #1060183, in the Office of the Secretary of State of the State of California, November 19, 1981. (Stamped).

[STAMP]:

ENDORSED

FILED

in the office of the Secretary of State
of the State of California
JUN 1, 1982

MARCH FONG EU, Secretary of State

[END STAMP]

RESTATED

ARTICLES OF INCORPORATION OF CHURCH OF SCIENTOLOGY INTERNATIONAL

REV. HEBER JENTZSCH and REV. SANDY BRENNAN certify that:

1. They are the President and Secretary, respectively, of CHURCH OF SCIENTOLOGY INTERNATIONAL, 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 Church of Scientology International.

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 Mother Church, which is the ultimate ecclesiastical authority of Scientology.** 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.

[Editor's Note: The sentence highlighted above is the only unique language in CSI's statement of purpose compared to RTC's statement of purpose in its Restated Articles. CSI is the Mother Church, the ultimate ecclesiastical authority of Scientology. This is consistent with LRH's trust agreement and Assignments of Marks & Advanced Materials.]

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, shall enjoy, 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

Number of Directors of the Corporation

The number of the corporation's Directors may not be increased above five (5) or decreased below three (3) without amendment of the corporation's articles of incorporation.

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ARTICLE SIX

No Members of the Corporation

This corporation shall have no members.

[Editor's Note: And by this is meant a class of corporate members, which can be voting or non-voting, not parishioners. Nonprofit corporations must specify whether it has corporate members, and if so, whether they are voting 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 of this corporation may be amended only upon both the unanimous act of the Trustees of the corporation, if any, and the unanimous vote of the Directors of the corporation

then incumbent.

[Editor's Note: Of course there are trustees; they are appointed for life and cannot be less than five of them. (See, Bylaws of CSI, Article VI, Section 2.) They can only remove themselves (Article VI, Section 7) and there is no provision in the bylaws to eliminate them. Indeed Articles VI and XIII (bylaws cannot be altered "the qualifications of Trustees") seem to preclude it. Basically, Restated Article Eight means that the articles of incorporation can be amended only on the unanimous vote of both trustees and directors.]

3. The foregoing amendment and restatement of articles of incorporation has been duly approved by the Board of Directors.

[Editor's Note: Oops. Not sufficient. Need the unanimous vote of trustees as well.]

4. The foregoing amendment and restatement of articles of incorporation has been duly approved by the unanimous vote of the voting members in accordance with Section's 5812 and 5813 of the Corporations Law.

[Editor's Note: The drafter of this document wasn't in present time. According to Article Six (herein above), there are no members. Apparently meant to say trustees.]

Signatures to original (and was executed on 20 May 1982) by:

Rev. Heber Jentsch (sic), President and

Rev. Sandy Brennan, Secretary

[Editor's Note: Heber's last name was spelled correctly above, but not here.]

1060183

A275754

FILED

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

DEC 22 1983

MARCH FONG EU, Secretary of State

By James E. Han
Deputy

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
CHURCH OF SCIENTOLOGY INTERNATIONAL

Rev. Heber Jentzsch and Rev. Sandra Brennan certify that:

1. They are the President and Secretary, respectively, of CHURCH OF SCIENTOLOGY INTERNATIONAL, a California nonprofit religious corporation.

2. The articles of incorporation shall be amended in respect to Article ~~VI~~ as follows:

SEVEN

ARTICLE VII

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 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.

Sandra Brennan
Rev. Sandra Brennan, Secretary

Heber Jentzsch
Rev. Heber Jentzsch, 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 Nov 4 '83.

Sandra Brennan
Rev. Sandra Brennan

Heber Jentzsch
Rev. Heber Jentzsch

**BEST COPY
AVAILABLE**

1060183
A
CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
CHURCH OF SCIENTOLOGY INTERNATIONAL

A315515

FILED
Office of the Secretary of State
of the State of California
MAY 13 1986
March FONG EU, Secretary of State

Rev. Heber Jentzsch and Rev. Nicholas McNaughton certify
that:

1. They are the President and Secretary respectively, of
CHURCH OF SCIENTOLOGY INTERNATIONAL, a California nonprofit
religious corporation.

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

~~SEVEN~~

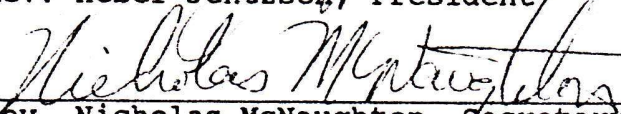
ARTICLE ~~VII~~ ~~SEVEN~~

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.

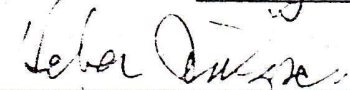
3. The corporation has no members and the Bylaws provide
that the right to amend the articles resides in the corporation's
Directors and Trustees. The Directors and Trustees have
unanimously adopted the foregoing amendment to the Articles of
Incorporation.



Rev. Heber Jentzsch, President


Rev. Nicholas McNaughton, 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 4 May 1986.


Rev. Heber Jentzsch


Rev. Nicholas McNaughton

1060183

A449581

FILED

the office of the Secretary of State
of the State of California

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
CHURCH OF SCIENTOLOGY INTERNATIONAL

JUL 29 1994

Tony Miller
Secretary of State

Heber C. Jentzsch and Lynn R. Farny certify as Secretary of State

1. They are the President and Secretary respectively,
of CHURCH OF SCIENTOLOGY INTERNATIONAL, a California
nonprofit religious corporation.

2. The Articles of Incorporation shall be amended with
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.


Heber C. Jentzsch, President

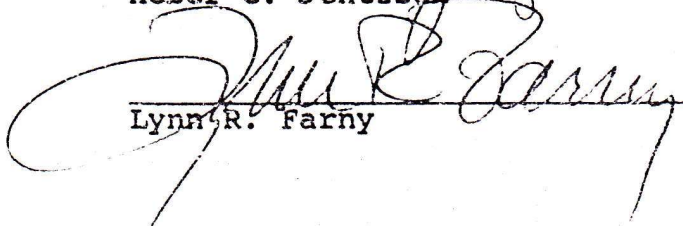

Lynn R. Farny, Secretary

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

July 28, 1994


Heber C. Jentzsch


Lynn R. Farny