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Secretary of State
State of California

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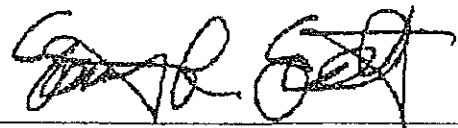
ARTICLES OF INCORPORATION
OF
POINT LOMA NAZARENE UNIVERSITY

The undersigned certify that:

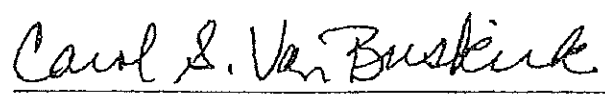
1. We are the *Chairman of the Board of Trustees* and the *Corporate Secretary*, respectively, of *Point Loma Nazarene University*, a California nonprofit corporation.
2. The Articles of Incorporation of this corporation are amended and restated to read as set forth in full in the document entitled "RESTATED ARTICLES OF INCORPORATION OF POINT LOMA NAZARENE UNIVRESITY" which is attached hereto and by this reference is incorporated herein.
3. The foregoing amendment and restatement of Articles of Incorporation has been duly approved by the Board of Trustees.
4. The corporation has no members.

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: February 20, 2013



Steve Scott, Chairman of the Board of Trustees



Carol Van Buskirk, Corporate Secretary
of the Board of Trustees

RESTATED
ARTICLES OF INCORPORATION
OF
POINT LOMA NAZARENE UNIVERSITY

ARTICLE I

The name of this corporation is
POINT LOMA NAZARENE UNIVERSITY.

ARTICLE II

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 for religious purposes. This corporation elects to be governed by all of the provisions of the Nonprofit Corporation Law of 1980 not otherwise applicable to it under Part 5. A further description of the corporation's purposes includes, but is not limited to the following:

The purpose of this Corporation is to establish, maintain, and conduct a University or institution of collegiate grade as defined by and subject to the Education Code of the State of California. Said University is sponsored over time and guided by the theological doctrines and practices of the Church of the Nazarene, with such purpose and attendant procedure further defined as follows:

- A. To establish separate departments or institutions for the study of any and all of the liberal professions, and to cause the same to be affiliated with the University, upon such terms and conditions as may be prescribed by the trustees.
- B. To direct and prescribe the courses of study and the discipline to be observed in the University; to appoint a president of the University, who shall hold this office during the pleasure of the trustees; to appoint or approve the appointment of such professors, tutors, and other officers as the trustees shall deem necessary, who shall hold their offices during the pleasure of the trustees; to fix salaries of the president, professors, and other officers and employees of the University.
- C. To receive and hold, by purchase, gift, devise or bequest, or grant, real or personal property for educational purposes connected with the corporation, or for the benefit of the institution supported by, or affiliated with, this corporation; to hold property in fee, by lease in trust or its forms of ownership; to sell, mortgage, hypothecate, lease and

otherwise use and dispose of property of the corporation in such manner as the trustees shall deem most conducive to the property of the corporation.

- D. To grant degrees, credentials, certificates, and such other literary honors as are usually granted by any University in the United States and in testimony thereof to give suitable diplomas under the seal of the University and the signatures of such officers of the corporation and the Institution as they shall deem expedient.
- E. To do each and everything necessary, suitable, or proper for the accomplishment of any of the purposes, or the attainment of any one or more of the objects herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of this corporation.
- F. To give and grant money, property to or otherwise aid any corporation, fund, or foundation organized or operated exclusively for religious, charitable, scientific, literary, or educational purposes, no part of the earnings of which inures to the benefit of a private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

Point Loma Nazarene University is and shall be known as an "educational mission" sponsored over time by the Church of the Nazarene, purposing that the ideals of the Wesleyan Holiness tradition are compatible to sound educational policy and strong programs of higher education; developing students of intellectual ability with Christian character and graces to take their place in contemporary society.

Said University shall always be definitely Christian, in harmony with evangelical teaching, but not sectarian, and shall be open to students, upon such terms and conditions as the trustees may prescribe.

ARTICLE III

The county in this state where the principal office for the transaction of the business of the corporation is located in the County of San Diego.

ARTICLE IV

That the number of trustees shall not be less than fifteen nor more than thirty-three, with the exact number of trustees to be fixed, within the limits specified, by approval of the Board, in the manner provided in the bylaws. All trustees shall be members of the Church of the Nazarene, with the exception of ex-officio or other elected members as authorized by the corporation bylaws. All members of the board of trustees must be a member in good standing of his/her local church, committed to living his/her life under the Lordship of Jesus Christ, and understand and support the doctrines and practices of the Church of the Nazarene.

ARTICLE V

The property of this non-profit corporation is irrevocably dedicated to religious, charitable, and educational purposes and upon liquidation, dissolution or abandonment of the corporation, ownership will not inure to the benefit of any private person, but any excess of assets over and above the payment of debts, upon the dissolution of this corporation shall be paid to the General Board of the Church of the Nazarene, a Missouri, corporation. In the event that said corporation is at such time qualified and entitled to be exempt from taxation, or otherwise, to a fund, foundation or corporation organized and operated for religious, educational or charitable purposes, which is so qualified and exempt from taxation.