

EIN 95-4768268

BYLAWS

OF THE

ROTARY DISTRICT 5300

FOUNDATION, INC.

As revised November 30, 2000

revised by John Fee 5/4/01

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BYLAWS
of
The Rotary District 5300 Foundation, Inc.

ARTICLE I, Name

The name of this corporation is "The Rotary District 5300 Foundation, Inc."

ARTICLE II, Offices

Section 2.01, Principal Office

The principal office for the transaction of the activities and affairs of the corporation ("principal Office") is located in Los Angeles County, California. The Board of Directors ("the Board") may change the principal office from one location to another. Any change in location of the principal office shall be noted by the secretary on these bylaws opposite this section, or this section may be amended to state the new location.

Section 2.02, Other Offices

The Board may at any time establish branch or subordinate offices at any place or places where the corporation is qualified to conduct its activities.

ARTICLE III, Purposes and Limitations

Section 3.01, Purposes

This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the California Nonprofit Public Benefit Corporation Law for charitable and public purposes. This corporation is organized exclusively for charitable purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code for 1986 (or the corresponding provision of any future United States Internal Revenue Law), (ii) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Revenue Law).

Section 3.02, Limitations

(a) Political Activity

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

(b) Property

The property, assets, profits and net income are dedicated irrevocably to the purposes set forth in Section 3.091, above. No part of the profits or net earnings of this corporation shall ever inure to the benefit of any of its Directors, trustees, officers, members (if any), employees, or to the benefit of any private individual.

(c) Dissolution.

Upon the winding up and dissolution of this corporation, after paying or adequately providing for the payment of the debts, obligations and liabilities of the corporation, the remaining assets of this corporation shall be distributed to *The Rotary Foundation, a nonprofit foundation of Rotary International*, which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IV, Membership

This corporation shall have no Members.

ARTICLE V, Directors

Section 5.01, Powers

(a) General Corporate powers

Subject to the provisions and limitations of the California Nonprofit Public Benefit Corporation Law and any other applicable laws, and any limitations of the Articles of Incorporation and of these Bylaws, the activities and affairs of the corporation shall be managed, and all corporate powers shall be exercised, by or under the direction of the Board.

(b) Specific Powers

Without prejudice to these general powers, but subject to the same limitations, the Directors shall have the power to:

- (i) Appoint and remove, at the pleasure of the Board, all officers, agents and employees of the corporation, prescribe powers and duties for them that are consistent with law, with the Articles of Incorporation and with these Bylaws, and fix their compensation and require from them security for faithful performance of their duties.
- (ii) Change the principal office or the principal business office in the State of California from one location to another, cause the corporation to be qualified to conduct its activities in any other state, territory, dependency or country and conduct its activities within and outside the state of California, and designate any place within or outside the state of California for the holding of any meeting, including annual meetings.
- (iii) Adopt and use a corporate seal and alter the form thereof.
- (iv) Borrow money and incur indebtedness on behalf of the corporation and cause to be executed and delivered for the purpose of the corporation, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations and other evidences of debt and securities.

Section 5.02, Number and Selection of Directors and Restrictions on Directors

(a) Authorized Number

The governing body of this foundation shall be the Board of Directors consisting of nine members of clubs in Rotary District 5300. Three members shall be ex-officio directors, and the other six shall be directors at large. Directors need not be resident in the State of California.

(b) Ex-Officio Directors

The ex-officio directors shall be the three Rotarians holding the following District offices:

- Rotary District 5300 Governor Elect
- Rotary District 5300 Governor
- Rotary District 5300 Immediate Past Governor

These members are not elected. They are considered directors by virtue of their office. If the Immediate Past District Governor is not available to serve, this

directorship shall be filled by the Board selecting the most recent Past District Governor of Rotary District 5300 who is available and willing to serve.

(c) Directors at Large

The Directors at Large shall be elected by the Board. As near as feasible, new directors shall be selected so the entire new Board will have a balanced representation from the following three geographical regions:

- Nevada and the High Desert in California
- Eastern valley portion of the District's California territory
- Western valley portion of the District's California territory

It is intended that each geographical region contain approximately 1/3 of the District's Rotary clubs.

(d) Restrictions on Directors

Not more than 49% of the persons serving on the Board may be interested persons. An interested person is (1) any person being compensated by the corporation for services rendered to it within the previous 12 months, whether as a full-time or part-time employee, independent contractor, or otherwise, and (2) any brother, sister, ancestor, descendant, spouse, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law, or father-in-law of such person. However, any violation of the provisions of this paragraph shall not affect the validity or enforceability of any transaction entered into by the corporation. A director may not participate in any vote on any proposed transaction with another organization or entity of which such Director is also an employee, principal, or Director.

Section 5.03, Term of Office for Director.

A full term for an Ex-Officio Director shall be one year for each ex-officio position held. The term shall begin on July 1 and extend to the following June 30 and until replaced by his/her successor.

A full term for a Director at Large shall be two years. The term shall begin on July 1 and extend to the second following June 30 and until replaced by a properly elected successor. If a Director at Large does not complete his/her full term as Director, the Board may elect a replacement to complete the term.

Section 5.04, Vacancies

(a) Events causing Vacancies

A vacancy or vacancies on the Board shall exist on the occurrence of the following:

- (i) The death, removal, suspension or resignation of any Director; or
- (ii) The declaration by resolution of the Board of a vacancy in the office of a Director who has been declared of unsound mind by an order of court or convicted of a felony or has been found by final order or judgment of any court to have breached a duty under sections 5320 and following of the California Nonprofit Public Benefit Corporation Law.

(b) Resignations

Except as provided in this subsection, any Director may resign effective upon giving written notice to the Chairman of the Board, if any, or the Vice Chairman or the Secretary of the Board, unless such notice specifies a later time for the resignation to become effective. Except upon notice to the Attorney General of the State of California, no Director may resign when the corporation would be left without a duly elected Director or Directors in charge of its affairs.

(c) Filling Vacancies

If vacancies occur in the offices held by the Foundation Chairman (Rotary District 5300 Governor) or the Foundation Vice Chairman (Rotary District 5300 Governor Elect), they will be filled by their successors who hold their respective office in the District.

However, should they continue to hold their District office but resign their position on the District 5300 Foundation Board, the Governor Elect shall then assume the position of Foundation Vice Chairman and a new Past District Governor shall be elected to fill the position of the Immediate Past District Governor.

If vacancies occur in the offices of the Immediate Past District Governor, Past District Governors, or District 5300 Members, they shall be filled by the election of new Members or Past District Governors, as the position requires, by the Board.

(d) No Vacancy on Reduction of the Number of Directors

No reduction of the authorized number of Directors shall have the effect of removing any Director before the Director's term of office expires.

Section 5.05, Place of Meetings; Meetings by Telephone

Meetings of the Board shall be held at the principal office of the corporation or at such other place as has been designated by the Board. In the absence of any such designation, meetings shall be held at the principal office of the corporation. Any meeting may be held by conference telephone or similar communication equipment, so long as all Directors participating in the meeting can hear each other, and all such directors shall be deemed to be present in person at such meeting.

Section 5.06, Annual, Regular and Special Meetings

(a) Annual Meetings

The Board shall hold an Annual Meeting in conjunction with the regularly scheduled board meeting in the month of June of each year for the purpose of organization, election of officers and the transaction of other business, provided however, that the Board may fix another time for holding the Annual Meeting. Notice of this meeting shall not be required.

(b) Other Regular Meetings

The Board shall hold at least three other regular business meetings throughout the year, the date and time of occurrence of such meetings shall be determined by the vote of the Directors. The Secretary will also notify all Directors at least 15 days before the scheduled meeting and include a proposed agenda, if it exists.

(c) Special Meetings

(i) Authority to call special meetings

Special meetings of the Board, for any purpose, may be called at any time by the Chairman of the Board, if any, the Vice Chairman, the Secretary, or any two Directors.

(ii) Notice of Meeting

(a) Manner of Giving Notice

Notice of the time and place of special meetings shall be given to each Director by one of the following methods:

1. By personal delivery of written notice
2. By first-class mail, postage prepaid
3. By telephone, either directly to the Director or to a person at the Director's office who would reasonably be expected to deliver that notice promptly to the Director.
4. By telegram, charges prepaid
5. By FAX to the Director's home or office
6. By e-mail to the Director's home or office

All such notices shall be given or sent to the Director's address and/or telephone or fax number as shown on the records of the corporation.

(b) Time Requirements

Notices sent by first-class mail shall be deposited in the United States mail by at least four days before the time set for the meeting. Notices given by personal delivery, telephone, telegraph, fax, or e-mail shall be delivered or sent to the telegraph company at least forty-eight hours before the time set for the meeting.

(c) Notice Contents

The notice shall state the time of the meetings and the place, if the place is other than the principal office of the corporation and shall state the purpose of the meeting.

Section 5.07, Quorum

A majority of the authorized number of Directors shall constitute a quorum for the transaction of business, except to adjourn as provided in Section 5.09, subject to the more stringent provisions of the California Nonprofit Public Benefit Corporation Law, including, without limitation, those provisions relating to (i) approval of contracts or transactions in which a Director has a direct or indirect material financial interest, (ii) approval of certain transactions between corporations, having common directorship, (iii) creation of an appointment of committees of the Board, and (iv) indemnification of Directors, every act or decision done or made by a majority of the directors present at a meeting duly held at which a quorum is present shall be regarded as the act of the Board. A meeting at which a quorum is initially present may continue to transact business, notwithstanding the withdrawal of Directors, if any action taken is approved by at least a majority of the required quorum for that meeting.

Section 5.08, Waiver of Notice

Notice of a meeting need not be given any Director who signs a waiver of notice or a written consent to holding the meeting or an approval of the minutes thereof, whether before or after the meeting. The waiver of notice or consent need not specify the purpose of the meeting. All such waivers, consents and approvals shall be filed with the corporate records or made a part of the minutes of the meetings. Notice of a meeting need not be given any Director who attends the meeting without protesting before or at its commencement the lack of notice to such Director.

Section 5.09, Adjournment

A majority of the Directors present, whether or not a quorum is present, may adjourn any meeting to another time or place.

Section 5.10, Notice of Adjourned Meeting

Notice of the time and place of holding an adjourned meeting need not be given, unless the original meeting is adjourned for more than twenty-four hours, in which case, notice of adjournment to another time and place shall be given before the time of the adjourned meeting to the Directors who were not present at the time of the adjournment.

Section 5.11, Action Without a Meeting

Any action required or permitted to be taken by the Board may be taken without a meeting, if all members of the Board consent in writing to that action. Such action by written consent shall have the same force and effect as any other validly approved action of the Board. Such written consent or consents shall be filed with the minutes of the proceedings of the Board. For the purposes of this Section 5.11 only, "All members of the Board" shall not include Directors who have a material financial interest in a transaction to which the corporation is a party.

ARTICLE VI, Committees

Section 6.01, Committees of the Board

The Board, by resolution adopted by a majority of the Directors then in office, may create one or more committees, each consisting of two or more Directors, to serve at the pleasure of the Board. Appointments to the committees of the Board shall be by majority vote of the Directors then in office. The Board may appoint one or more Directors as alternate members of any such committees, who may replace an absent member at any meeting. Any such committee, to the extent provided in the resolution of the Board, shall have all the authority of the Board, except that no committee, regardless of Board resolution, may:

- (i) fill any vacancies on the Board, or in any committee which has the authority of the Board;
- (ii) accept any compensation, except for approved out of pocket expenses;
- (iii) amend or repeal bylaws or adopt new bylaws;
- (iv) amend or repeal any resolution of the Board which by its express terms is not amendable or repealable;
- (v) appoint any other committees of the Board or the members of these committees; or
- (vi) approve any contract or transaction to which the corporation is a party and in which one or more of its Directors has a material financial interest, except as such approval is provided for in Section 5233(d)(3) of the California Corporations Code.

Section 6.02, Meetings and Actions of the Committee

Meetings and actions of the committee of the Board shall be governed by, held and taken in accordance with the provisions of Article V of these Bylaws, concerning meetings and other action of the Board, except that the time for regular meetings of such committees and the calling of special meetings thereof may be determined either by resolution of the Board or, if there is no Board resolution, by resolution of the committee of the Board. Minutes shall be kept of each meeting of any committee of the Board and shall be filed with the corporate records. The Board may adopt rules for the government of any committee not inconsistent with the provisions of these Bylaws or in the absence of rules adopted by the Board, the committee may adopt such rules.

ARTICLE VII, Officers

Section 7.01, Officers

The officers of the corporation shall include a Chairman of the Board, a Vice Chairman of the Board, a President, a Secretary, and a Treasurer.

Section 7.02, Election of Officers

The Rotary District 5300 Governor shall serve as Chairman of the Board. The Rotary District 5300 Governor Elect shall serve as Vice Chairman of the Board. All other officers shall be elected by the Board of Directors.

Section 7.03, Removal of Officers

An officer may be removed, with or without cause, by the Board of Directors, or, except in case of an officer chosen by the Board of Directors, by an officer on whom such power of removal may be conferred by the Board of Directors.

Section 7.04, Resignation of Officers

An officer may resign upon written notice to the corporation without prejudice to the rights, if any, of the corporation under any contract to which the officer is a party.

Section 7.05, Vacancies in Office

A vacancy occurring in any office because of death, resignation, removal or other cause, shall be filled in the manner prescribed in these Bylaws for regular appointments to that office.

Section 7.06, Responsibilities of Officers

(a) Chairman of the Board

The Chairman of the Board shall preside at meetings of the Board and shall exercise and perform such other powers and duties as the Board may assign from time to time.

(b) Vice Chairman

In the absence or disability of the Chairman, the Vice Chairman, if any, in order of their rank, shall perform all of the duties of the Chairman, and when so acting, shall have all the powers of and be subject to all the restrictions upon the Chairman. The Vice Chairman shall have such other powers and perform such other duties as from time to time may be prescribed for them by the Bylaws.

(c) President

Subject to the control and supervision of the Board, the President shall be the chief executive officer of the corporation and shall generally supervise, direct and control the activities and affairs of the officers of the corporation. The President shall have such other powers and duties as prescribed by the Board or these Bylaws.

(d) Secretary

(i) Book of Minutes

The Secretary shall keep, or cause to be kept, at the principal office or such other place as the Board may direct, a book of minutes of all meetings and actions of the Board and of committees of the Board. The Secretary shall also keep, or cause to be kept, the Articles of Incorporation and Bylaws, as amended to date. If the corporation is one having members, the Secretary shall also maintain a complete and accurate record of the membership of the corporation, as well as a record of all proceedings of all meetings of the membership.

(ii) Notices, Seal and Other Duties

The Secretary shall give, or cause to be given, notice of all meetings of the Board and of committees of the Board required by these Bylaws to be given. The Secretary shall keep the seal of the corporation in safe custody, and shall have such other powers and perform such other duties as may be prescribed by the Board or the Bylaws.

(e) Treasurer

(i) Books of Account

The Treasurer of the corporation shall keep or maintain, or cause to be kept or

maintained, adequate and correct books and accounts of the properties and transactions of the corporation, and shall send, or cause to be sent, to the Directors such financial statements and reports as are required by law or these Bylaws to be given. The books of account shall be open to inspection by any Director at all reasonable times.

(ii) **Deposit and Disbursement of Money and Valuables**

The Treasurer shall deposit all money and other valuables in the name and to the credit of the corporation with such depositories as may be designated by the Board, shall disburse the funds of the corporation as may be ordered by the Board, shall render to the President or Chairman of the Board, if any, when requested an account of all transactions as Treasurer and of the financial condition of the corporation and shall have other powers and perform such other duties as may be prescribed by the Board or the Bylaws.

(iii) **Bond**

If required by the Board, the Treasurer shall give the Corporation a bond in the amount and with the surety or sureties specified by the Board for faithful performance of the duties of the office and for restoration of the corporation of all its books, papers, vouchers, money, and other property of every kind in the possession or under the control of the Treasurer upon death, resignation, retirement or removal from office

ARTICLE VIII, Indemnification and Insurance

Section 8.01, Indemnification

(a) Right of Indemnity

To the full extent permitted by law, this corporation shall indemnify its Directors, officers, employees and other persons described in Section 5238(a) of the California Corporation Code, including persons formerly occupying any such position, against all expenses, judgments, fines, settlements and other amounts actually and reasonably incurred in connection with any "proceeding", as the term is used in such Section and including action by or in the right of the corporation, by reason of the fact that such person is or was a person described by such Section. "Expenses", as used in these Bylaws, shall have the same meaning as in Section 5238(a) of the California Corporation Code.

(b) Approval of Indemnity

Upon written request to the Board by any person seeking indemnification under Section 5238(b) or Section 5238(c) of the California Corporation Code, the Board shall promptly determine in accordance with Section 5238(e) of the Code whether the

applicable standard of conduct set forth in Section 5238(b) or Section 5238(c) has been met and, if so, the Board shall authorize indemnification. If the Board cannot authorize indemnification because the number of Directors who are parties to the proceeding with respect to which indemnification is sought is such as to prevent the formation of a quorum of Directors who are not parties to such proceeding, the Board or the attorney or other person rendering services in connection with the defense shall apply to the court in which such proceeding is or was pending to determine whether the applicable standard of conduct set forth in Section 5238 (b) or Section 5238(c) has been met.

(c) Advancement of Expense

To the full extent permitted by law and except as is otherwise determined by the Board in a specific instance, expenses incurred by a person seeking indemnification under these Bylaws in defending any proceeding covered by these Bylaws shall be advanced by the corporation prior to the final disposition of the proceeding upon receipt by the corporation of an undertaking by or on behalf of such person that the advance will be repaid unless it is ultimately determined that such person is entitled to be indemnified by the corporation therefor.

Section 8.02, Insurance

The Corporation shall have the right to purchase and maintain insurance to the full extent permitted by law on behalf of its officers, Directors, employees and other agents of the corporation, against any liability asserted against or incurred by an officer, Director, employee and agent in such capacity or arising out of the officer's, Director's, employee's or agent's status as such.

ARTICLE IX, Records and Reports

Section 9/01, Maintenance of Corporate Records

The Corporation shall keep:

- (a) Adequate and correct books and records of account,
- (b) Minutes in written form of the proceedings of the Board and committees of the Board, and
- (c) If applicable, a record of its members, giving their names, addresses and class of membership held.

Section 9.02, Inspection by Directors

Every Director shall have the absolute right at any reasonable time to inspect all books, records and documents of every kind and the physical properties of the corporation and the records of each of its subsidiary corporations. This inspection by a Director may be in person or by an agent or attorney, and the right of inspection includes the right to copy and make extracts of documents.

Section 9.03, Annual Report

Except as provided under Section 6321(c)(d) or (f) of the California Corporation Code, not later than one hundred twenty days after the close of the fiscal year of the corporation, the Board shall cause an annual report to be sent to all members of the Board. Such report shall contain the following information in reasonable detail:

- (i) The assets and liabilities, including the trust funds of the corporation as of the end of the fiscal year,
- (ii) The principal changes in assets and liabilities, including trust funds, during the fiscal year,
- (iii) The revenue or receipts of the corporation, both unrestricted and restricted to particular purposes, for the fiscal year,
- (iv) The expenses or disbursements of the corporation, for both general and restricted purposes, during the fiscal year, and
- (v) Any information required by Section 9.04.

Section 9.04, Reports to the District Budget Committee

The Treasurer shall provide to the District 5300 Budget Committee Chair, quarterly reports listing all transactions over \$1,000. The Treasurer shall also provide not later than 120 days after the close of the fiscal year on July 1, the final report listed in Section 9.03, above. If requested by the Budget Committee Chair, the Treasurer will attend the meeting to review the final report with the Budget Committee members.

Section 9.05. Annual Statement of Certain Transactions and Indemnifications

The Corporation shall prepare annually and furnish to each Director a statement of any transactions or indemnification of the following kind within 120 days after the close of the fiscal year of the corporation:

(a) Any transaction to which the corporation, its parent or its subsidiary was a party, and in which any Director or officer of the corporation, its parent or subsidiary (but mere common directorship shall not be considered such an interest) had a direct or indirect material financial interest, if such transaction involved over \$50,000, or was one of a number of transactions with the same person involving, in the aggregate, over \$50,000.

(b) Any indemnification or advances aggregating more than \$10,000 paid during the fiscal year to any officer or Director of the corporation pursuant to Section 8.01, hereof.

The statement shall include a brief description of the transactions, the name of the Director(s) or officer(s) involved, their relationship to the corporation, the nature of such person's interest and, where practicable, the amount of such interest; provided that in the case of partnership in which such person is a partner, only the interest of the partnership need be stated.

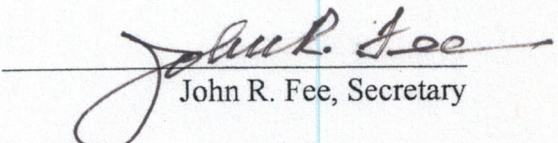
ARTICLE X, Constriction and Definitions

Unless the content otherwise requires, the general provisions, rules of construction and definitions in the California Nonprofit Benefit Corporation Law shall govern the construction of these Bylaws. Without limiting the generality of the above, the masculine gender includes the female and neuter, the singular includes the plural and plural includes the singular and the term "person" includes both a legal entity and a natural person.

Certificate of Secretary

I, the undersigned, certify that I am the presently elected and acting Secretary of the Rotary District 5300 Foundation, Inc., a California Nonprofit Benefit Corporation, and the above Bylaws are the Bylaws of this corporation as adopted at a meeting of the Board of Directors held on November 30, 2000.

Executed on May 4, 2001, at South Pasadena, California.


John R. Fee, Secretary

ARTICLES OF INCORPORATION**THE ROTARY DISTRICT 5300 FOUNDATION, INC.****A California Nonprofit Public Benefit Corporation****ENDORSED - FILED**
in the office of the Secretary of State
of the State of California

SEP 13 1999

BILL JONES, Secretary of State

ONE

The name of the corporation is THE ROTARY DISTRICT 5300 FOUNDATION, INC.

TWO

This corporation is 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 or charitable purposes.

This corporation is organized and operated exclusively for charitable, literary and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States internal revenue law. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation, and the corporation shall not carry 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 of 1954 or the corresponding provision of any future United States internal revenue law, or (b) by a corporation, contributions to which are deductible under Section 70(c)(2) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States internal revenue law.

THREE

The name and address in the State of California of this corporation's initial agent for service of process is:

CONRAD von BIBRA
1810 Fair Oaks Avenue, #209
South Pasadena, CA 91030

FOUR

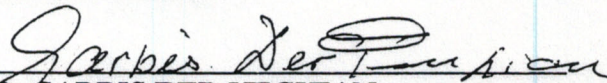
(a) No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate in or intervene in any political (including publishing or distribution statements) on behalf of any candidate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

(b) All corporate property is irrevocably dedicated to the purposes set forth in Article Two above. No part of the net earnings of this corporation shall inure to the benefit of any of its directors, trustees, officers, private shareholders or members, or to individuals.

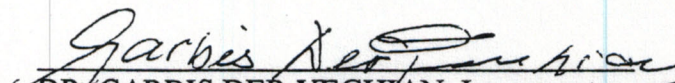
(c) On winding up and dissolution of this corporation, after paying or adequately providing for the debts, obligations, and liabilities of the corporation, the remaining assets of this corporation shall be distributed to such organization (or organizations) organized and operated exclusively for charitable, literary or educational purposes which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States internal revenue law).

Dated: September 1, 1999

INCORPORATOR:


DR. GARBIS DER YEGHIAN

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


DR. GARBIS DER YEGHIAN, Incorporator



95-476-8268

INTERNAL REVENUE SERVICE
P. O. BOX 2508
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: SEP 10 2004

Employer Identification Number:
95-4768268

DLN:
17053241729014

ROTARY DISTRICT 5300 FOUNDATION INC
1415 MILAN AVE
SOUTH PASADENA, CA 91030-0000

Contact Person:
ERIC J BERTELSEN ID# 31323

Contact Telephone Number:
(877) 829-5500

Public Charity Status:
170(b)(1)(A)(vi)

Dear Applicant:

Our letter dated OCTOBER 2000, stated you would be exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code, and you would be treated as a public charity, rather than as a private foundation, during an advance ruling period.

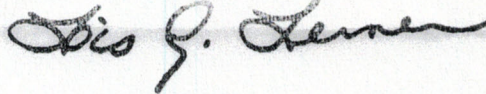
Based on the information you submitted, you are classified as a public charity under the Code section listed in the heading of this letter. Since your exempt status was not under consideration, you continue to be classified as an organization exempt from Federal income tax under section 501(c)(3) of the Code.

Publication 557, Tax-Exempt Status for Your Organization, provides detailed information about your rights and responsibilities as an exempt organization. You may request a copy by calling the toll-free number for forms, (800) 829-3676. Information is also available on our Internet Web Site at www.irs.gov.

If you have general questions about exempt organizations, please call our toll-free number shown in the heading between 8:00 a.m. - 6:30 p.m. Eastern time.

Please keep this letter in your permanent records.

Sincerely yours,



Lois G. Lerner
Director, Exempt Organizations
Rulings and Agreements

Letter 1050 (DO/CG)