

Name changed to UNITED POLYTECHNICAL INSTITUTE
Place of business changed to County of San Diego

Department of State
Corporation Number
164908

FILED
in the Office of the Secretary of State
OF THE STATE OF CALIFORNIA

CERTIFICATE OF AMENDMENT

AUG 30 1937

OF

BRANN C. JORDAN
SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

AERO RESERVE SCHOOL - WESTERN DIVISION, INC.

--oOo--

The undersigned, being respectively the President,
Secretary, and a majority of the Directors of Aero Reserve School-
Western Division, Inc., do hereby certify as follows:

That at all of the times herein mentioned said Aero
Reserve School-Western Division, Inc., was and now is a corporation,
organized and existing under the laws of the State of California,
and having its office, and principal place of business, in the
County of Los Angeles, State of California.

That at all of the times herein mentioned, R. C. Bertheau
was, and now is, the President of said corporation, and C. R.
Hutchinson was, and now is, the Secretary of said corporation. That
at all of the times herein mentioned the number of Directors was nine
and at all of the times herein mentioned the following persons
constituted and now constitute the Directors of said corporation:
R. C. Bertheau, A. W. Olmstead, C. R. Hutchinson, B. T. Cullen,
A. B. Weeks, J. W. C. Kitchen and Beth Willman; two vacancies on
the Board of Directors have not been filled.

That at all of the times herein mentioned, the amount of
the capital stock of said corporation was \$50,000, divided into five
thousand shares of the par value of \$10 each, and that all of the
shares of said capital stock have been subscribed and issued.

That at a special meeting of the Board of Directors of
said corporation, held at the office of the corporation, in the City
of San Diego, County of San Diego, State of California, on the 26th
day of June, 1937, at which meeting a majority of the Directors of

1 said corporation were present and concurred therein, the following
2 resolution was adopted by the unanimous vote of all of the
3 Directors of said corporation present at said meeting, namely:

4 "RESOLVED, that ARTICLE FIRST of the Articles
5 of Incorporation of the AERO RESERVE SCHOOL-
6 WESTERN DIVISION, INC., which now reads as
7 follows:

8 'FIRST--The name of said corporation is AERO
9 RESERVE SCHOOL-WESTERN DIVISION, INC.'

10 be amended to read as follows:

11 'FIRST--The name of said corporation is
12 UNITED POLYTECHNICAL INSTITUTE.'

13 FURTHER RESOLVED: that ARTICLE THIRD of the
14 Articles of Incorporation of AERO RESERVE SCHOOL-
15 WESTERN DIVISION, INC., which now reads as
16 follows:

17 'THIRD--The County in this State in which the
18 principal office for the transaction of the
19 business of the corporation is to be located
20 is the County of Los Angeles'

21 be amended to read as follows:

22 'THIRD: The County in this State in which the
23 principal office for the transaction of the
24 business of the corporation is to be located
25 is the County of San Diego.'

26 RESOLVED FURTHER: that after written assent of
27 the holders of at least two-thirds of the subscribed
28 capital stock of said corporation has been given to
29 said amendment, the President and Secretary and a
30 majority of the Directors of Aero Reserve School-
31 Western Division, Inc., be, and they are authorized
32 and directed to make, under the Corporate Seal and
to cause to be filed such certificate as under
advice of counsel shall be requisite to the end
that the Articles of Incorporation of Aero Reserve
School-Western Division, Inc., shall be amended as
aforesaid."

And we further certify that stockholders of the corpora-
tion, being the holders of five thousand (5,000) shares of the
capital stock of said corporation so subscribed and issued as herein
before stated, did file in writing with the Secretary of said
corporation their several assents to the adoption of said resolut-
ion by said Board of Directors and the amendment of the Articles of
Incorporation as set forth in said resolution, and that the form of

1 said written assents excepting signatures thereto, dates of signa-
2 ture, and number of shares held, is as follows:

3 "WRITTEN ASSENTS OF STOCKHOLDERS."

4 "We the undersigned stockholders of Aero Reserve
5 School-Western Division, Inc., a corporation
6 organized and existing under and by virtue of the
7 laws of the State of California, holding the number
8 of shares of stock thereof set opposite our respect-
9 ive signatures, and being in the aggregate the
10 holders of more than two-thirds of the subscribed
11 capital stock of said corporation, do hereby
12 acknowledge that at a special meeting of the Board
13 of Directors of said corporation duly and regularly
14 held on the 26th day of June, 1937, the following
15 resolution was duly and regularly adopted by the
16 affirmative vote of a majority of the Board of
17 Directors of said corporation:

18 "RESOLVED, that ARTICLE FIRST of the Articles
19 of Incorporation of the AERO RESERVE SCHOOL-
20 WESTERN DIVISION, INC., which now reads as
21 follows:

22 'FIRST--The name of said corporation is AERO
23 RESERVE SCHOOL-WESTERN DIVISION, INC.'

24 be amended to read as follows:

25 'FIRST--The name of said corporation is
26 UNITED POLYTECHNICAL INSTITUTE.'

27 FURTHER RESOLVED: That ARTICLE THIRD of the
28 Articles of Incorporation of AERO RESERVE SCHOOL-
29 WESTERN DIVISION, INC., which now reads as
30 follows:

31 'THIRD--The County in this State in which the
32 principal office for the transaction of the
33 business of the corporation is to be located
34 in the County of Los Angeles'

35 be amended to read as follows:

36 'THIRD: The County in this State in which the
37 principal office for the transaction of the
38 business of the corporation is to be located
39 is the County of San Diego.'

40 RESOLVED FURTHER: that after written assent of
41 the holders of at least two-thirds of the subscribed
42 capital stock of said corporation has been given to
43 said amendment, the President and Secretary and a
44 majority of the Directors of Aero Reserve School-
45 Western Division, Inc., be, and they are authorized
46 and directed to make, under the Corporate Seal and
47 to cause to be filed such certificate as under
48 advice of counsel shall be requisite to the end
49 that the Articles of Incorporation of Aero Reserve
50 School-Western Division, Inc., shall be amended as
51 aforesaid."

1 "We hereby approve and assent to said
2 amendments to the Articles of Incorporation
3 of said corporation as set forth in said
4 resolution, as hereinbefore set out at length."

5 (Here follow in the original assents the
6 original signatures of stockholders, with the
7 respective dates of such signatures and the
8 respective number of shares owned by the
9 stockholders so signing.)

10 And this is to certify that the persons so signing said
11 assent, were at the time of signing same and are now, the holders
12 of more than two-thirds of the subscribed and issued capital stock
13 of said corporation, to wit, 5,000 shares.

14 IN WITNESS WHEREOF, we have hereunto set our hands and
15 caused the Corporate Seal of said corporation to be affixed this
16 23rd day of August, 1937.

17 *R. C. Beecher*
18 President
19 Aero Reserve School-Western Division,
20 Inc.
21 *C. H. Hutchinson*
22 Secretary

23 *J. W. Kitchen*
24 *Beth Killman*
25 *C. B. Weeks*
26 *Benjamin T. Cullen*
27 *A. W. Elmstead*

28 Directors of Aero Reserve School-
29 Western Division, Inc.

1 STATE OF CALIFORNIA)
2 County of Los Angeles) ss

3 R. C. BERTHEAU, being duly sworn deposes and says: That
4 he an officer, to wit, the President of Aero Reserve School-Western
5 Division, Inc., a corporation named in the foregoing certificate;
6 that he has read said certificate and knows the contents thereof;
7 that the same is true of his own knowledge except as to those
8 matters which are therein stated on information or belief and as to
9 those matters that he believes it to be true.

R. C. Bertheau

11 Subscribed and sworn to before me
12 this 25th day of August, 1937.

Anna D. Kayman

13 Notary Public in and for the County
14 of Los Angeles, State of California.

16 STATE OF CALIFORNIA)
17 County of San Diego) ss

18 C. R. HUTCHINSON, being duly sworn deposes and says:
19 That he is an officer, to wit, the Secretary of Aero Reserve School-
20 Western Division, Inc., a corporation named in the foregoing certifi-
21 cate; that he has read said certificate and knows the contents
22 thereof; that the same is true of his own knowledge except as to
23 those matters which are therein stated on information or belief and
24 as to those matters that he believes it to be true.

C. R. Hutchinson

26 Subscribed and sworn to before me
27 this 25 day of August, 1937.

Blanche D. Munn

28 Notary Public in and for the County
29 of San Diego, State of California

ENTERED

RECORDED

SEP 2 1937

A. G. FICKEISEN
ATTORNEY-AT-LAW
411 West Fifth Street
Los Angeles

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