

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
American Lung Association of Sacramento - Emigrant Trails		01/19/2006	CORPORATION: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Breathe California of Sacramento - Emigrant Trails		
<b>Street Address:</b>	909 12th Street		
<b>City:</b>	Sacramento		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	95814		
<b>Entity Type:</b>	CORPORATION: CALIFORNIA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	78774379	BREATHE CALIFORNIA	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(510)295-2401		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	510-841-9800		
<b>Email:</b>	trademarks@campcobalt.com		
<b>Correspondent Name:</b>	Tsan Abrahamson		
<b>Address Line 1:</b>	819 Bancroft Way		
<b>Address Line 4:</b>	Berkeley, CALIFORNIA 94710		
<b>ATTORNEY DOCKET NUMBER:</b>	AM. LUNG/BREATHE CA		
<b>NAME OF SUBMITTER:</b>	Gregory S. Soltys		
<b>Signature:</b>	/Gregory S. Soltys/		
<b>Date:</b>	01/26/2006		

CH \$40.00 78774379

Total Attachments: 4

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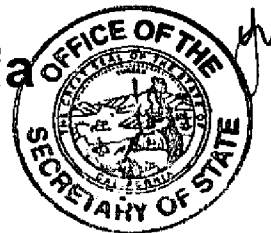
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A0639287

State of California  
Secretary of State



I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That the attached transcript of 3 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

JAN 23 2006

BRUCE McPHERSON  
Secretary of State

A0639287

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Sacramento, CA 95814  
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www.sacstand.org

**Board of Directors  
2005-2006**

Earl Withycombe  
President  
Arif Seyal, MD  
President-elect  
Maureen Bryant  
Treasurer  
Sue Teranishi  
Immediate Past President

Roni Abacherli  
Gil Albiani  
Susan Bassett  
Rex Bloomfield  
Tom Cahill, Ph.D.  
Wilton Carr  
Norm Covell  
Terri Davies  
Patricia Dean  
Ken Dodge, C.P.A.  
Cinde Dolphin  
Tom Donnelly, MD  
Anne Ferguson  
Nancy Kincaid  
John Lindow  
Kaitlin Louie  
Bobbie McCaffrey  
Chevelle Newsome, Ph.D.  
Stephanie Nuccitelli  
Debbie Payant  
Ralph Propper  
José Reynoso  
Pilka Robinson  
Jim Streng  
Gary Zavoral

Jane Hagedorn, CEO

**The Clean Air and  
Healthy Lungs  
People**

**AMERICAN LUNG ASSOCIATION**  
*of Sacramento-Emigrant Trails*  
**The Clean Air and Healthy Lungs People**

**EFFECTIVE  
DATE**

FEB 03 2006

**CERTIFICATE OF AMENDMENT AND RESTATEMENT  
OF THE  
ARTICLES OF INCORPORATION  
OF  
AMERICAN LUNG ASSOCIATION OF SACRAMENTO-EMIGRANT  
TRAILS**

**ENDORSED - FILED**  
In the office of the Secretary of State  
of the State of California

**JAN 28 2006**

Earl Withycombe and Maureen Bryant certify that:

1. They are the President and the Secretary, respectively, of American Lung Association of Sacramento-Emigrant Trails, a California nonprofit public benefit corporation.

2. The Articles of Incorporation of this corporation are hereby amended and restated as set forth in the attached Articles of Incorporation, which are incorporated by this reference as if set forth in full in this Certificate.

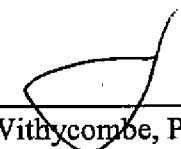
3. The foregoing amendment and restatement has been duly approved by this corporation's Board of Directors.

4. This corporation has no members.

5. This amendment and restatement will be effective February 3, 2006.

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 of our own knowledge.

DATED: January 19, 2006

  
Earl Withycombe, President

DATED: January 19, 2006

  
Maureen Bryant, Secretary

ARTICLES OF INCORPORATION  
OF  
BREATHE CALIFORNIA OF SACRAMENTO-EMIGRANT TRAILS

ARTICLE I

The name of this corporation is Breathe California of Sacramento-Emigrant Trails.

ARTICLE II

A. 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 charitable purposes.

B. The specific and primary purpose of this corporation is to engage in charitable and educational activities within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future United States internal revenue law (the "Code"), including:

(1) conducting public health education, advocacy and research programs that promote clean air, healthy lungs and the elimination of lung disease;

(2) cooperating with official and voluntary health, educational, and welfare agencies, organizations and partners interested in the prevention and control of lung disease and the promotion of public health; and

(3) studying our community's public health needs and addressing those needs in cooperation with other communities, community leaders, and official and voluntary agencies, through education, demonstration and community action.

ARTICLE III

A. This corporation is organized and operated exclusively for exempt purposes within the meaning of Section 501(c)(3) of the Code. Notwithstanding any other provision of these Articles, this corporation shall not carry on any activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (2) by a corporation, contributions to which are deductible under Sections 170(c)(2), 2055(a)(2), 2106(a)(2)(A)(ii), 2522(a)(2), or 2522(b)(2) of the Code.

B. Except as permitted by law, 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 distribution of statements), any political campaign on behalf of or in opposition to any candidate for public office.

#### ARTICLE IV

The property of this corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member (if any) of this corporation, or to the benefit of any private person. Upon the winding up and dissolution of this corporation and after paying or adequately providing for the debts and obligations of this corporation, the remaining assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

#### ARTICLE V

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 thereof.

