

FEB 2 2007

**ARTICLES OF INCORPORATION
OF
NAMI – WESTSIDE LA
A CALIFORNIA PUBLIC BENEFIT CORPORATION**

ARTICLE I

NAME

The name of the Corporation is NAMI – WESTSIDE LA.

ARTICLE II

PURPOSES

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 purposes for which this corporation is formed are to develop, obtain resources for and administer programs for persons with mental illness and for the families of such persons, exclusively for charitable purposes, including but not limited to referral programs, counseling services, public information and education, research and manpower and resource development and evaluation and to carry on other activities associated with these purposes as permitted by law.

C. This corporation is organized exclusively for charitable and educational purposes within the meaning of Internal Revenue Code section 501(c)(3) or the corresponding provision of any future United States internal revenue law. Despite any other provision in these articles, the corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that do not further the purposes of this corporation, and the corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Internal Revenue Code section 501(c)(3) or the corresponding provision of any future United States internal revenue law, or (b) a corporation, contributions to which are deductible under Internal Revenue Code section 170(c)(2) or the corresponding provision of any future United States internal revenue law.

ARTICLE III

AGENT FOR SERVICE OF PROCESS

The name and business address in the State of California of this corporation's initial agent for service of process is David C. Wright, 3420 Ocean Park Boulevard, Suite 3060, Santa

Monica, California 90405.

ARTICLE IV

TAX-EXEMPT STATUS

A. No substantial part of the activities of this corporation shall consist of lobbying or propaganda, or otherwise attempting to influence legislation, (except as otherwise provided in Section 501(h) of the Internal Revenue Code, as amended), and the corporation shall not participate in or intervene in any political campaign (including the publishing or distribution of statements) on behalf of, or in opposition to, any candidate for public office and any advocacy of a particular position or viewpoint must present a sufficiently full and fair exposition of the pertinent facts to permit an individual or the public to form an independent opinion or conclusion.

B. All corporate property is irrevocably dedicated to the purposes set forth in Article II, above. No part of the net income or assets of the corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof to the extent permitted by applicable law.

C. Upon the dissolution or winding up of the corporation, all properties and assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation shall be distributed to a nonprofit fund, foundation, or corporation that is organized and operated exclusively for charitable purposes and that has established its exempt status under Internal Revenue Code section 501(c)(3). Any such assets not so disposed of shall be disposed of by any proper court having jurisdiction over the matter, exclusively for such purposes or to such organizations, as said court shall determine.

ARTICLE V

DIRECTORS

The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors of this corporation shall be fixed from time to time by its Bylaws.

ARTICLE VI

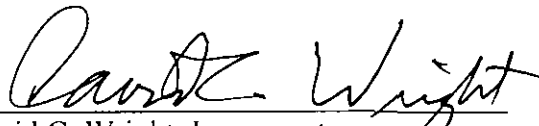
MEMBERS

The authorized number and qualifications of the members of the corporation, classes of membership, voting and other rights and privileges of each class of membership, shall be set forth in the Bylaws of the corporation.

IN WITNESS WHEREOF, for the purpose of forming this nonprofit public benefit corporation under the laws of the State of California, the undersigned has executed these Articles

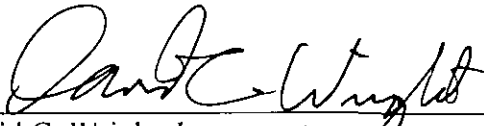
of Incorporation.

Date: 1/23/07



David C. Wright, Incorporator

I, David C. Wright, the above-mentioned initial director of this corporation, hereby declare that I am the persons who executed the foregoing Articles of Incorporation, which instrument is my act and deed.



David C. Wright, Incorporator