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RESTATED ARTICLES OF INCORPORATION

OF

LIFE CHIROPRACTIC COLLEGE WEST, INCORPORATED

FILED

cc/per
Secretary of State
State of California

JAN 31 2014

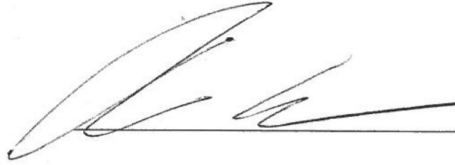
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Brian Kelly and Scott Donaldson certify that:

1. They are the President and the Secretary, respectively, of LIFE CHIROPRACTIC COLLEGE WEST, INCORPORATED, a California nonprofit corporation.
2. The Articles of Incorporation of LIFE CHIROPRACTIC COLLEGE WEST, INCORPORATED, shall be amended to read as hereinafter set forth in the Restated Articles of Incorporation of LIFE CHIROPRACTIC COLLEGE WEST, INCORPORATED, which is attached hereto and incorporated herein.
3. The Restated Articles of Incorporation of LIFE CHIROPRACTIC COLLEGE WEST, INCORPORATED have been duly approved by the required vote of the Board of Regents of LIFE CHIROPRACTIC COLLEGE WEST, INCORPORATED on December 3, 2013 at Hayward, California.
4. The corporation has no members.

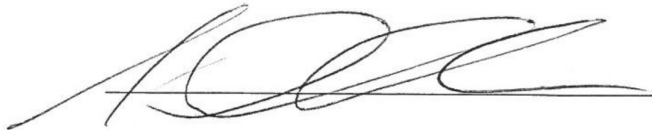
We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate are true and correct of our own knowledge.

DATED: 12-3-13



BRIAN KELLY, PRESIDENT

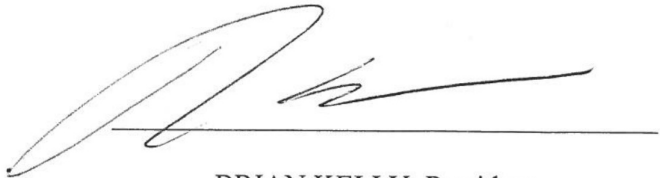
DATED: 12-3-13



SCOTT DONALDSON, SECRETARY

DECLARATION

Each of the undersigned declares under penalty of perjury that the statements contained in the foregoing Certificate of Amendment of Articles of Incorporation are true of his or her own knowledge and that this declaration was executed on December 3, 2013 at Hayward, California.



BRIAN KELLY, President



SCOTT DONALDSON, Secretary

RESTATED ARTICLES OF INCORPORATION
LIFE CHIROPRACTIC COLLEGE WEST, INCORPORATED

I. NAME

The name of the Corporation is LIFE CHIROPRACTIC COLLEGE WEST, INCORPORATED.

II. PURPOSES

The 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 public purposes. The public purposes of the Corporation are to operate a chiropractic college and to acquire and administer funds and property which, after the payment of necessary expenses, shall be devoted exclusively to charitable, scientific, literary and educational purposes, and the Corporation shall have the authority to award the academic degree of Doctor of Chiropractic and such other academic degrees as may be approved by its Board of Regents.

III. GOVERNING LAW

This Corporation elects to be governed by all of the provisions of the Public Benefit Corporation Law effective January 1, 1980.

IV. BOARD OF REGENTS

The governing body of the Corporation shall consist of a Board of Regents made up of not less than seven (7) nor more than twenty (20) members. The Board of Regents shall have all powers and authority of directors as provided in the Nonprofit Public Benefit Corporation Law. The members of the Board of Regents, at their annual meeting, shall conduct the election, of the members of the Board of Regents as needed and desired. Regents are elected for 3 consecutive, 3-year terms with the opportunity to be re-elected to the Board after a 1-year absence, with the terms of Board members to be staggered to prevent a short-term, large turnover. Upon any vacancy occurring on the Board of Regents, for whatever reason, the Regents shall have the right to fill the vacancy for the balance of the unexpired term, which shall continue until the next annual meeting of the Board of Regents. Regents may not serve in any administrative or teaching position at the institution, except for occasional service without compensation. Further no Regent may serve as a Board member or on the administrative staff of another program/institution accredited by the Council on Chiropractic Education (CCE).

V. POWERS

The Corporation shall have the powers to do all lawful acts necessary or desirable to carry out its purposes consistent with the provisions of the California Nonprofit Public Benefit Corporation Law and Section 501(c) (3) of the Internal Revenue Code of 1986, as amended.

VI. CONTRIBUTIONS

The Corporation shall have the power and authority to accept gifts and contributions, whether made by will or otherwise, in any form of property; provided, however, that the objects specified by the testator or donor are within the object and purpose of the Corporation. All such gifts and contributions shall be devoted to said object and purpose and in all respects administered according to the provisions contained in said will or other form of instrument making such gift or donation, to the end that the wishes and directions of the testator or donor shall in all respects be faithfully observed and executed; provided, however, that the Corporation shall not accept any contribution which is said to be held and used for purposes other than those set out in these Restated Articles of Incorporation.

The Corporation, unless otherwise required by the terms of any contribution, shall have the right in its discretion to retain all contributions in the original form in which they may be received, and also to buy, sell, exchange and otherwise deal in stocks, bonds, real estate, and any other forms of property either at public or private sale, without order of any court or other authority, to invest and reinvest any funds belonging to the Corporation at any time and such securities and properties, real and personal, as the Board of Regents in its sole discretion may see fit, irrespective of whether such investment may be a legal investment under the laws of California. The Corporation may use any bank or trust company within or without the State of California as its fiscal agent, and delegate to such institution the custody and management of its funds, and compensate such agent for its service.

All contributions received and accepted shall be devoted exclusively to the purposes set forth in these Restated Articles of Incorporation, and in particular Article II, the corpus and income therefrom being perpetually used for these purposes.

VII. INCOME AND DISTRIBUTION

No part of the income of the Corporation shall inure to the benefit of any Regent, director, or officer, of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation in effecting one or more of its purposes), and no Regent, director, or officer, of the Corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

VIII. DISTRIBUTION ON DISSOLUTION OR LIQUIDATION

In the event of the liquidation or dissolution of the Corporation, whether voluntary or involuntary, no Regent, director, or officer, shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and other property received by the Corporation from any source, after the payment of all debts and obligations of the Corporation, shall be distributed, subject to the provisions of the California Nonprofit Public Benefit Corporation Law, exclusively for the purposes within those set forth in Article II of these Restated Articles of Incorporation, and within the intendment of Section 501(c) (3) of the Internal Revenue Code of 1986 and the regulations thereunder as the same now exists or as they may be hereafter amended from time to time.

IX. PROHIBITED ACTIVITIES

No part of the activities of the Corporation shall be carrying on propaganda, or otherwise, attempting to influence legislation, or participating in or intervening in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

X. AMENDMENTS

All provisions of these Restated Articles of Incorporation shall be subject to amendment, consistent with the provisions of the California Nonprofit Public Benefit Corporation Law and Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended, by the two-thirds (2/3) vote of the entire Board of Regents then office, given at the annual meetings or at any special meetings, provided that notice of the proposed amendment is included in the notice of such meetings.



I hereby certify that the foregoing
transcript of 7 page(s)
is a full, true and correct copy of the
original record in the custody of the
California Secretary of State's office.

FEB 07 2014

Date: _____

Debra Bowen
DEBRA BOWEN, Secretary of State