

SECRETARY OF CALIFORNIA



DEPARTMENT OF STATE

To all whom these presents shall come, Greetings:

I, FRANK M. JORDAN, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the RECORD on file in my office, of which it purports to be a copy, and that the same is full, true and correct.

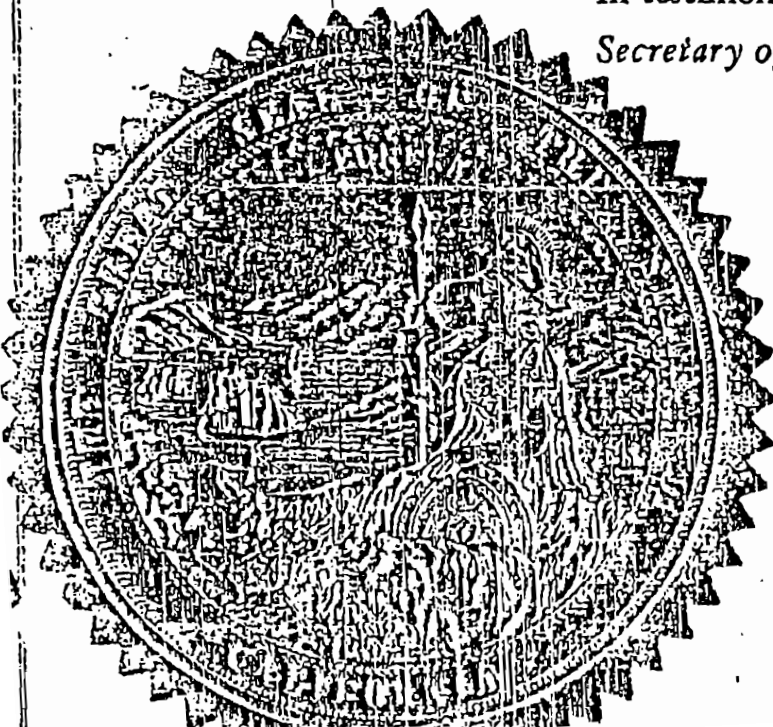
In testimony whereof, I, FRANK M. JORDAN, Secretary of State, have hereunto caused the Great Seal of the State of California to be affixed and my name subscribed, at the City of Sacramento, in the State of California,

this JAN - 2 1970

Frank M. Jordan
Secretary of State

By

Assistant Secretary of State



ENDORSED

FILED

In the office of the Secretary of State
of the State of California

DEC 3 1969

ARTICLES OF INCORPORATION
OF
GLENDALE HILLS COMMUNITY ASSOCIATION

FRANK M. JORDAN, Secretary of State
By JAMES E. HARRIS
Deputy

GLENOAK HILLS COMMUNITY ASSOCIATION

FIRST: The name of this corporation shall be:

GLENOAK HILLS COMMUNITY ASSOCIATION

SECOND: The purposes for which this corporation is formed are:

(a) The specific and primary purposes are to maintain recreational facilities for the benefit of the members within any area owned or leased by this corporation and to manage and maintain the Common Area and private roads acquired by this corporation.

(b) The general purposes and powers are to promote, establish, conduct and maintain activities on its own behalf or it may contribute to or otherwise assist other corporations, organizations and institutions carrying on such activities. For such purposes, it may solicit and receive funds and other property, real, personal and mixed, and interest therein by gift, transfer, devise and bequest, and invest, re-invest, hold, manage, administer, expend and apply such funds and property, subject to such conditions and limitations, if

any, as may be expressed in any instrument evidencing such gift, transfer, devise or bequest.

(c) The corporation may fix, establish or levy and collect from its members, dues, fees, charges and assessments and enforce any lien which may be provided to secure the payment thereof.

(d) The corporation may do any and all other acts and things that a non-profit corporation is empowered to do, which may be necessary, convenient or desirable in the administration of the affairs and for the full attainment of the general purposes of this corporation.

(e) The corporation shall not:

(1) Advocate the election or defeat of any candidate for public office.

(2) Participate or intervene directly or indirectly in any political campaign.

(3) Advocate the adoption or rejection of any legislation save incidentally, if such may affect its overall purposes.

(4) Discriminate in its activities among individuals, organizations, institutions, firms, associations or corporations on the basis of race, religion, region or country of national origin.

(5) Encourage, support nor aid in any way individuals, corporations, organizations or institutions that discriminate in their activities on the basis of race, religion, region or country of national origin.

THIRD: This corporation is organized pursuant to the General Non-Profit Corporation Law of the State of California.

FOURTH: The commencement of this corporation shall be the day these Articles are filed and recorded, and this corporation shall have perpetual existence under the laws of the State of California.

FIFTH: The county in this State where the principal office for the transaction of business of this corporation is located is the County of Riverside, State of California.

SIXTH: The corporation formed hereby shall have no capital stock and shall be composed of members rather than shareholders. All residential property owners of property located in Tract No. 3958 or Tract No. 3944 of Riverside County, California, shall be voting members of this Association, as long as they are in good standing as set forth in the By-Laws.

SEVENTH: The affairs of the Corporation shall be conducted by a Board of Directors and such officers as the Directors and voting members may, from time to time, elect to appoint. The number of Directors shall be not less than three (3), nor more than nine (9). The Directors shall be elected

by the members entitled to vote at the annual meeting of the corporation to be held as set forth in the Declaration. Directors must be voting members and shall hold office for such terms and shall be elected in such manner as shall be designated in the By-Laws. Until the first meeting of the members and until their successors have been elected and have qualified, the following persons shall constitute the Board of Directors:

<u>NAME</u>	<u>ADDRESS</u>
GEORGE J. MCGAFFIGAN	4320 Campus Drive Newport Beach, California
RICHARD F. BOULTINGHOUSE	4320 Campus Drive Newport Beach, California
MICHAEL G. SMITH	4320 Campus Drive Newport Beach, California

EIGHTH: The By-Laws of this Corporation may be adopted by the Directors named in the Articles of Incorporation, and may thereafter be amended or repealed by any means provided in the By-Laws.

NINTH: In the event of the dissolution of the Corporation for any reason, the assets of the Corporation shall be distributed to an organization qualifying for tax exemption under the Internal Revenue Laws of the United States and the State of California, whose purposes are in accord with the

purposes of this corporation, which shall be determined at a special meeting called by the Board of Directors. Should a majority of the voting members fail to agree upon such distribution, then application shall be made to any Judge of the Superior Court of Riverside County, California, whose name shall be chosen by lot who shall then decide how the assets should be distributed in accordance with these Articles, and such decision shall be binding upon the Directors, members and the Corporation.

TENTH: The Articles of Incorporation of this Corporation shall not be amended, supplemented or modified except by the written consent or the vote at a meeting of seventy-five percent (75%) of all eligible voting members. In the event any term or provision of the By-Laws may conflict with these Articles of Incorporation, then these Articles of Incorporation shall govern.

IN WITNESS WHEREOF, we hereto affix our signatures
this 8TH day of DECEMBER, 1969.



George J. McGaffigan
GEORGE J. MCGAFFIGAN

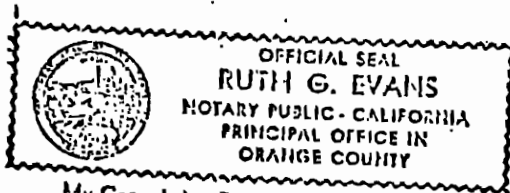
Richard F. Boultinghouse
RICHARD F. BOULTINGHOUSE

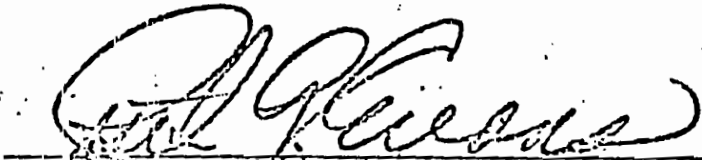
Michael G. Smith
MICHAEL G. SMITH

STATE OF CALIFORNIA)
) SS:
COUNTY OF ORANGE)

On this 8TH day of DECEMBER, 1969, before me, the undersigned, personally appeared GEORGE J. MCGAFFIGAN, RICHARD F. BOULTINGHOUSE, and MICHAEL G. SMITH, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same for the purpose therein stated.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.




Notary Public in and for said
County and State.