

ARTICLES OF INCORPORATION
OF

VILLA VIA JOAQUIN COMMUNITY ASSOCIATION
A Nonprofit Corporation

ENDORSED
FILED

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

JAN 7 1982

MARCH FONG EU, Secretary of State
Gloria J. Corroll
Deputy

ARTICLE I

The name of the corporation, hereinafter called the "Association", is VILLA VIA JOAQUIN COMMUNITY ASSOCIATION.

ARTICLE II

The principal office for the transaction of the business of the Association is located in Monterey County, State of California.

ARTICLE III

This Corporation is a nonprofit mutual benefit corporation organized under the Nonprofit Mutual Benefit Corporation Law. The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under such law.

ARTICLE IV

This Association acts as agent for the unit owners of VILLA VIA JOAQUIN condominiums. This Association does not contemplate pecuniary gain or profit to the members thereof.

The purposes for which this corporation is formed are:

A. The specific and primary purposes are to provide for management, maintenance, preservation and architectural control of the residence units and common area within that certain tract of property described as VILLA VIA JOAQUIN condominiums, and to promote the health, safety, and welfare of the residents in the above described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose.

B. To impose restrictions on the use and occupancy of the units owned by its respective members and to take all other actions permitted by the VILLA VIA JOAQUIN Declaration of Protective Restrictions recorded in the County of Monterey, and incorporated into the condominium deed for each unit.

C. To lease, encumber and otherwise deal with, as owner, the common areas and community facilities of VILLA VIA JOAQUIN condominiums subject to the conditions set forth in the Declaration of Protective Restrictions.

D. To have and to exercise all rights and powers granted to all nonprofit corporations.

ARTICLE V

The number, qualification, selection and powers and duties of directors of the Association are set forth in the Association's Bylaws and the Declaration of Protective Restrictions.

ARTICLE VI

The qualifications of members of the Association and the different classes of members, if any, the voting and other rights and privileges of members, and their liability for dues and assessments and the method for collection thereof are set forth in the Declaration of Protective Restrictions and the Association's Bylaws.

ARTICLE VI

The Association shall issue no stock and shall not be operated for profit. No part of the activities of the Association shall consist of carrying on propaganda or attempting to influence legislation. No part of the assets, earnings or receipts of this Association shall be used outside the State of California, nor shall any part of said assets, earnings or receipts accrue to the benefit of any member, officer, or trustee of this Association. Upon dissolution of this Association, or partial or entire liquidation of its assets, all assets of this Association shall go and be distributed to an organization or association, fund or foundation organized and operated exclusively for charitable or religious purposes, and which organization is recognized as a tax exempt nonprofit organization by the United States Revenue Service; and it is expressly provided that no part of the property of this Association shall be distributed to any member, director, or officer of this Association, or to any individual or corporation except as above provided. Subject to the above limitations, decisions as to the

dissolution or liquidation of the Association and as to the recipient of its assets shall be made by majority vote of the Association's members.

ARTICLE VIII

The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

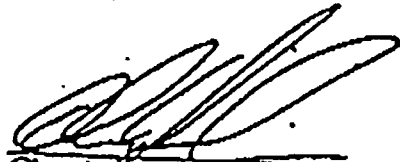
<u>NAME</u>	<u>ADDRESS</u>
Charles E. Jacobson	1900 Garden Road, Suite 220 Monterey, California 93940
Donald E. Smith	1900 Garden Road, Suite 220 Monterey, California 93940
James R. Potter	1900 Garden Road, Suite 220 Monterey, California 93940

The corporation's initial agent for service of process shall be Charles E. Jacobson at 1900 Garden Road, Suite 220, Monterey, California 93940.

ARTICLE IX

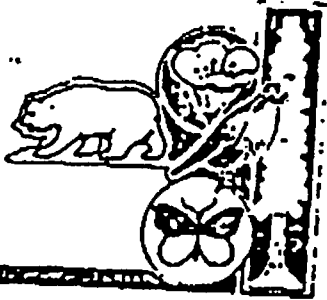
Any amendment of these Articles requires the approval of not less than 51% of the voting power of the corporation, which shall also include not less than 51% of the voting power of the corporation vested in members other than the developer.

IN WITNESS WHEREOF, the undersigned, being the persons hereinabove named as the first directors, have executed these Articles of Incorporation this 19 day of Dec, 1981.


Charles E. Jacobson


Donald E. Smith


James R. Potter



State
of
California

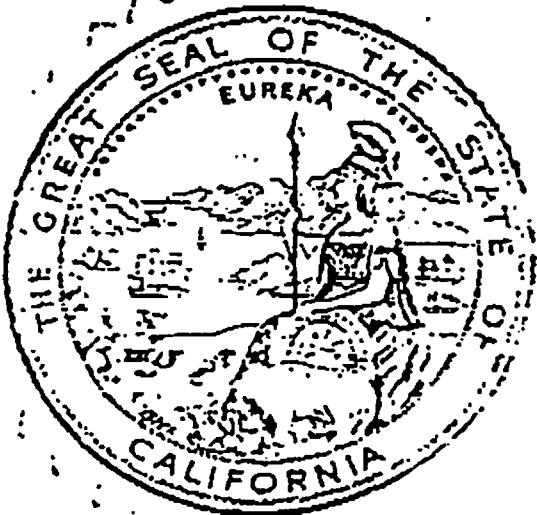
OFFICE OF THE SECRETARY OF STATE

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

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

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

JAN 11 1982



March Fong Eu

Secretary of State

State of California)
County of MONTEREY) ss.

On this 16th day of DECEMBER, 1981, before me, the undersigned, a Notary Public in and for the County of MONTEREY, State of California, personally appeared CHARLES E. JACOBSON, DONALD E. SMITH, and JAMES R. POTTER, known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation of Villa Via Joaquin Community Association, and acknowledged that they executed the same.



Shirley Ann Norman
Notary Public