

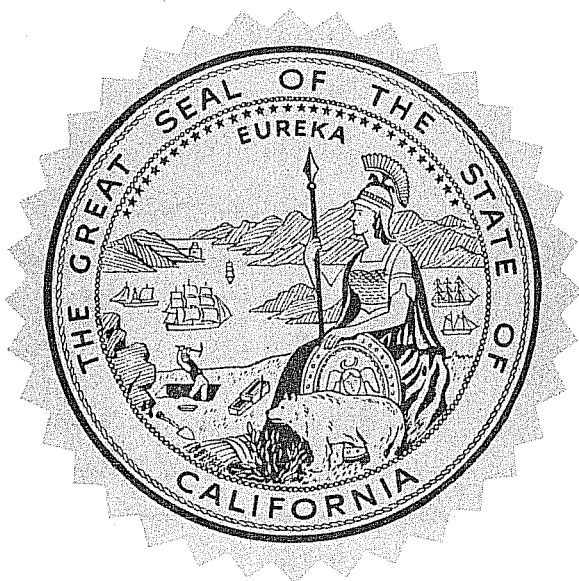
State  
of  
California  
OFFICE OF THE SECRETARY OF STATE

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

FEB 4 1986



*March Fong Eu*

Secretary of State

1364310

ARTICLES OF INCORPORATIONOFVISTA VIEW HOMEOWNERS ASSOCIATION, INC.ENDORSED  
FILEDIn the office of the Secretary of State  
of the State of California

FEB 3 1986

MARCH FONG EU, Secretary of State  
Carmelle M. Guy  
Deputy

## ARTICLE I

The name of this corporation is: VISTA VIEW HOMEOWNERS ASSOCIATION, INC.

## ARTICLE II

(a) This corporation is a Nonprofit Mutual Benefit Corporation organized under the California 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 the California Nonprofit Mutual Benefit Corporation Law. The specific and primary purposes of this corporation are to manage, administer, maintain, preserve and operate that certain real property, together with all lots, common areas, improvements and facilities located thereon (hereinafter collectively referred to as the "Development") commonly known as Carriage Hills and located at Mantelli Drive, Gilroy, California. Said management, administration, maintenance, preservation and operation shall be accomplished in accordance with the terms and provisions set forth in that certain Declaration of Covenants, Conditions and Restrictions (hereinafter referred to as the "Declaration"), recorded or to be recorded in relation to the Development in the Office of the County Recorder of Santa Clara County, State of California, as required by Section 1355 of the California Civil Code.

(b) The general purposes and powers for which this corporation is formed are:

- (1) To estimate, budget, fix, assess, levy, collect and enforce the payment by any lawful means of all charges and assessments, together with interest thereon, in accordance with the terms and provisions of the Declaration.
- (2) To pay, in accordance with the provisions of the Declaration, any and all expenses in connection with the management, operation, maintenance, repair and/or reconstruction of the Development, together with all fees, licenses, franchise taxes, governmental charges levied or assessed against this corporation, or its property and not separately assessed to its members.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and the purposes and powers stated in each clause shall not, except where otherwise expressed, be limited or restricted by any reference to or inference from the terms or provisions of any other clause, but shall be broadly construed as independent purposes and powers. Notwithstanding any of the above statements of purposes and powers, nothing contained herein shall be construed to authorize this corporation to carry on any activity for the profit of its members or to distribute any gains, profits or dividends to any of its members as such, except on dissolution, liquidation, or winding up.

Notwithstanding any of the above statements of purposes and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the specific purposes of this corporation.

#### ARTICLE III

The County in this State where the principal office for the transaction of business of this corporation is located in Santa Clara County.

#### ARTICLE IV

The name and address in this State of the corporation's initial agent for service of process is:

Lee Newell  
1000 S. Main Street  
Suite 301  
Salinas, California 93901

#### ARTICLE V

The number of Directors of this corporation shall be three (3) and said number may be changed only by a duly adopted amendment to the Articles of Incorporation. The names and addresses of the persons who are to act as first Directors of this corporation and to continue as such until the qualification and election of their successors are:

<u>Name</u>	<u>Address</u>
Lee Newell	1000 S. Main Street, Suite 301 Salinas, California 93901
James Woodyard	1000 S. Main Street, Suite 301 Salinas, California 93901

William Silva

1000 S. Main Street, Suite 301  
Salinas, California 93901

#### ARTICLE VI

The Association is one which does not contemplate pecuniary gain or profit to its members and is organized solely for non-profit purposes. Upon the winding up and dissolution of the Association, after paying or adequately providing for its debts and obligations, the remaining assets shall be distributed to the members pursuant to the formula set forth in Article Twelve of the Declaration. If the Association holds any assets in charitable trust, such assets shall be disposed of in such manner as may be directed by decree of the Superior Court of Santa Clara County upon petition therefor by the Attorney General or by any person concerned in the liquidation, unless the Attorney General makes a written waiver of objections to the disposition.

#### ARTICLE VII

The private property of the members shall not be subject to the payment of the debts of this corporation.

#### ARTICLE VIII

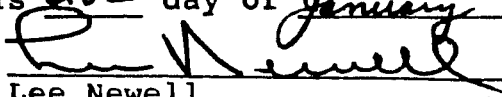
The words "member" or "members" as used herein shall have the same meaning as the words "Owner" or "Owners" as the latter are defined in the above mentioned Declaration.


#### ARTICLE IX

These Articles of Incorporation shall not be amended without the approval (by vote or written consent) (i) of members entitled to exercise not less than fifty-one percent (51%) of the voting power of each class of membership of the Association, and (ii) of a majority of the Board of Directors.

Upon the conversion of Class B voting rights into Class A voting rights as provided in Section 6.04 of the By-Laws of this Association, these Articles of Incorporation shall not be amended without the vote or written assent of at least sixty-seven percent (67%) of the voting power of the Association and of at least sixty-seven percent (67%) of the voting power of the Association excluding the vote of the subdivider of the Property described in Article II (a) above and (i) of a majority of the Board of Directors.

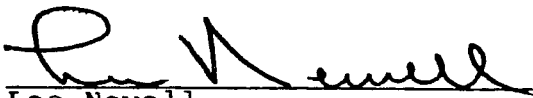
IN WITNESS WHEREOF, the undersigned, being the persons hereinabove named as the first directors, have executed these Articles of Incorporation this ~~20th~~ day of January, 1986.


  
\_\_\_\_\_  
Lee Newell

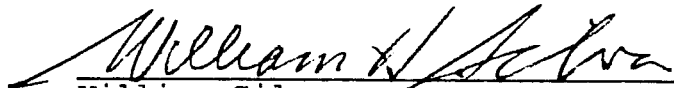
  
\_\_\_\_\_  
James Woodyard

  
\_\_\_\_\_  
William Silva

The undersigned declare that they are the persons who executed the foregoing Articles of Incorporation and that such instrument is the act and deed of the undersigned.

  
\_\_\_\_\_  
Lee Newell

  
\_\_\_\_\_  
James Woodyard

  
\_\_\_\_\_  
William Silva