

Restriction of right to amend articles

ARTICLES OF INCORPORATION

677178

FILED
in the office of the County Clerk
of the County of San Mateo

PACIFIC POINT

OF
HOMESOWNERS ASSOCIATION

MAR 23 1978

BOOK & PAGE
PACIFIC POINT

ARTICLE I
NAME OF CORPORATION

The name of this corporation, hereinafter referred to as the "Association," is PACIFIC POINT HOMESOWNERS ASSOCIATION.

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ARTICLE II
PURPOSES OF THE ASSOCIATION

The purposes for which the Association is formed are as follows:

(a) The specific and primary purposes are to provide maintenance preservation and architectural control of the condominium project on the following real property located in San Mateo County, California, and all structures and improvements thereon: PACIFIC POINT, being a subdivision of Portions of Block 24, 25, a portion of Maldon Way, a portion 20.00 feet in width, all as shown on the map entitled, "Map No. 2 Edgemar San Mateo County, California", which map was filed in the Office of the Recorder of the County of San Mateo, State of California, on June 22, 1914, in Book 5 at Pages 17, 18, 19, 20, 21 and 22 and a portion of the San Pedro Rancho, recorded in Volume 79 of Maps at Pages 26 through 33 in the Office of the Recorder of the County of San Mateo, State of California, the 25th day of December 1914.

(b) The general purposes and powers are:

- (1) To promote the health, safety and welfare of the residents within the above-described property.
- (2) To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Restrictions (the "Declaration" herein), applicable to the above property and recorded or to be recorded in the office of the San Mateo County Recorder.
- (3) To fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration, to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the activities of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association.
- (4) To acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of, real or personal property in connection with the affairs of the Association.
- (5) To borrow money, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.
- (6) To have and to exercise any and all powers, rights and privileges which a corporation organized under the General Nonprofit Corporation Law of the State of California by law may now or hereafter have or exercise.
- (7) To act in the capacity of principal, agent, joint venture, or partner, or otherwise.

The foregoing statement of purposes shall be construed as a statement both of purposes and of powers; and purposes and powers in each clause shall be in no way limited or restricted by 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, the Association shall not, except to an insubstantial degree, engage in activities or exercise any powers that are not in furtherance of the primary purposes of the Association.

ARTICLE III
ORGANIZATION

The Association is organized pursuant to the General Non-profit Corporation Law of the State of California.

ARTICLE IV
PRINCIPAL OFFICE

The County in this State where the principal office for the transaction of the business of the Association is located is San Mateo County.

ARTICLE V
MEMBERS AND MEMBERSHIP

The authorized number and qualifications of the members of the Association, the different classes of membership, if any, the property, voting and other rights and privileges of members, and their liability to dues and assessments and the method of collection thereof, shall be as set forth in the By-Laws.

ARTICLE VI
BOARD OF DIRECTORS

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

WILLIAM H. TERRY
JAMES S. FRODER
JOHN L. GRIFFIN
GILBERT R. MILLS

All located at: 2095 De La Cruz Boulevard
Santa Clara, California 95050

ARTICLE VII
ACTION WITHOUT A MEETING

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board. Such action by written consent shall have the same force and effect as the unanimous vote of such Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by the unanimous written consent of the Board of Directors without a meeting and that the Articles of Incorporation authorized the Directors to so act, and such statement shall be prima facie evidence of such authority.

ARTICLE VIII
AMENDMENT

Amendment of these Articles shall require the vote or written consent of the members representing at least 75% of the voting interest then entitled to vote as provided in the By-Laws.

ARTICLE IX
DISSOLUTION

The Association does not contemplate pecuniary gain or profit to the members thereof and is organized solely for nonprofit purposes. Upon the winding up and dissolution of the Association, after paying or adequately providing for the debts and obligations of the Association, the remaining assets shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable, educational and/or scientific purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

If the Association holds any assets in trust, such assets shall be disposed of in such manner as may be directed by decree of the superior court of the County in which the Association's principal office is located, and the disposition therefor by the Attorney General or by any person concerned in the liquidation.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the Laws of the State of California, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of incorporation this 1st day of March, 1973

John L. Griffin
John L. Griffin

Gilbert H. Mills
Gilbert H. Mills

Philip H. Ingber
Philip H. Ingber

Peter S. Ingber
Peter S. Ingber

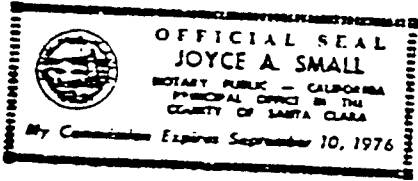
STATE OF CALIFORNIA

County of Santa Clara
On this 1st day of March in the year one thousand nine hundred and 73 before me, Joyce A. Small

a Notary Public, State of California duly commissioned and sworn, personally appeared John L. Griffin, Philip H. Ingber, Peter S. Ingber and Gilbert H. Mills

known to me to be the person B whose name S subscribed to the within instrument and acknowledged to me that he Y executed the same.

IN WITNESS WHEREOF I have hereunto set my hand and official seal in the County of Santa Clara the day and year in this certificate first above written.



Joyce A. Small
Notary Public, State of California
My Commission Expires 9-10-76

County's Form No. 32—Acknowledgments—General
(C. C. Sec. 11104)