

LEISURE VILLAGE
ASSOCIATION, INC.

ARTICLES OF INCORPORATION

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ARTICLES OF INCORPORATION

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CERTIFICATE OF AMENDMENT

OF

ARTICLES OF INCORPORATION

OF

LEISURE VILLAGE ASSOCIATION, INC.

ENDORSED
FILED
In the office of the Secretary of State
of the State of California

APR 17 1991

MARCH FONGEL Secretary of State

A CALIFORNIA NONPROFIT MUTUAL BENEFIT CORPORATION

AL BENNETT and BOB ATZ certify that:

1. They are the PRESIDENT and SECRETARY, respectively, of LEISURE VILLAGE ASSOCIATION, INC., a California Corporation.

2. The Articles of Incorporation are amended in full to read as set forth in the AMENDED AND RESTATED ARTICLES OF INCORPORATION attached hereto as Exhibit "A", which Exhibit is incorporated herein by this reference.

3. The foregoing Amendment of the Articles of Incorporation has been duly approved by the Board of Directors.

4. The foregoing Amendment of Articles of Incorporation has been duly approved by the required vote of 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: 3/25/91

Al Bennett
AL BENNETT, President

Bob Atz
BOB ATZ, Secretary

A402325



State
of
California

OFFICE OF THE SECRETARY OF STATE

CORPORATION DIVISION

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

That the annexed transcript has been compared with the corporate 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

APR 24 1991



March Fong Eu

Secretary of State

A - 0.1

**ARTICLES
OF INCORPORATION
OF
LEISURE VILLAGE ASSOCIATION, INC.**

(Notes are not part of the Articles of Incorporation)

THE ARTICLES OF INCORPORATION OF
LEISURE VILLAGE ASSOCIATION, INC. are amended and restated to read:

**ARTICLES
OF INCORPORATION
OF
LEISURE VILLAGE ASSOCIATION, INC.**

ARTICLE 1

Name

The name of this corporation is

LEISURE VILLAGE ASSOCIATION, INC.

(sometimes hereinafter referred to as the "Association".)

ARTICLE II

Nonprofit

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.
(Note A-1)

ARTICLE III

Principal Office

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

ARTICLE IV

Purpose and Powers

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

(1) The specific and primary purpose is to provide for the maintenance, preservation and architectural control of the residential planned development known as Leisure Village at Pleasant Valley in the City of Camarillo, County of Ventura, more particularly described as Tracts 2265-1, 2265-2, 2265-3, 2487-1, 2487-2, 2487-3, 2487-4, 2487-5, 2487-6, 2487-7, 2487-8, 2487-9 and 2487-10 as per maps recorded in the office of the County Recorder in and for the County of Ventura (first map recorded in Book 62, page 53-63 of Maps, Official Records of said County), and to promote the health, safety and welfare of the residents within said residential development.

(2) The general purposes and powers are the following:

(a) To fix, levy, collect and enforce payment by any lawful means, all charges or assessments due to the Association; to pay all expenses in connection therewith, and all office and other expenses incident to the conduct of the business of the Association including all licenses, taxes or governmental charges levied or imposed against any property owned by the Association;

(b) 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;

(c) To borrow money, to mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred; and

(d) To have and to exercise any and all powers, rights and privileges which a corporation organized under the Nonprofit Mutual Benefit Corporation Law of the State of California, by law may now or hereafter have or exercise. (Note A-1 and 2)

(3) This Corporation elects to be governed by all of the provisions of the Nonprofit Mutual Benefit Corporation Law not otherwise applicable to it under Part 5 of Division 2 of Title 1 thereof.

ARTICLE V

Membership

Every person or entity who is a record owner of a Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be eligible to be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. No owner shall have more than one membership by virtue of owning a single lot. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association. Ownership of such Lot shall be the sole qualification for membership. (Note A-3)

ARTICLE VI

Voting Rights

The voting and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be as set forth in the By-Laws and Declaration of the Association. (Note A-6)

ARTICLE VII

Liabilities

The maximum amount of indebtedness or liability, direct or contingent, to which this Association may be subject at any one time shall not exceed \$20,000.00 for its first twelve (12) calendar months of operation, and thereafter shall not exceed 150 percent of its assessments for such twelve (12) month period, provided that additional indebtedness or liability may be authorized by the assent of members representing two-thirds (2/3) of the voting power of the Association.

ARTICLE VIII

Board of Directors

The affairs of this Association shall be managed by a Board of Directors consisting of five (5) persons who shall all be members of the Association. (Note A-4)

ARTICLE IX

Mergers and Consolidations

To the extent permitted by law, the Association may participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, provided that any such merger or consolidation shall have the assent of the entire membership.

ARTICLE X

Authority to Dedicate

The Association shall have power to dedicate, sell or transfer all or any part of the real property owned by it to any public agency, authority, or utility for such purposes, and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective except upon the prior vote or written consent of members representing seventy-five percent (75%) of the total voting power of the Association. (Note A-5)

ARTICLE XI

Dissolution

This Association is one which does not contemplate pecuniary gain or profit to the members thereof, and it is organized solely for nonprofit purposes. Upon dissolution of the Association, its assets, both real and personal shall be distributed to the Recreation Department of the City of Camarillo, to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Association. In the event that such distribution is refused acceptance such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust, or other organization to be devoted to purposes and uses that would most nearly reflect the purposes and uses to which they were required to be devoted by the Association.

ARTICLE XII

Duration

The Association shall exist perpetually.

ANNOTATIONS

(These notes and references thereto in the Articles of Incorporation are not part of the Articles)

- Note A1: 1983: Amended to reflect change in title of Law to "Nonprofit Mutual Benefit Corporation Law".
- Note A2: 1990 Amended to incorporate references to all Tract maps within Project.
- Note A3: 1990: Amended to conform membership provision with Paragraph 3.2 of CC&Rs.
- Note A4: 1983: Amended to permit five or more members of Board, and to delete references to original Directors.
- Note A5: 1990: Amended to conform approval requirements with requirements in Paragraph 7.2 (d) of the CC&Rs.
- Note A6: 1990: The voting and other rights of members are set forth in the Declaration as well as By-Laws. The last phrase was stricken because it is meaningless.