

1894492



State  
of  
California  
SECRETARY OF STATE'S OFFICE

CORPORATION DIVISION

I, *TONY MILLER*, Acting 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

AUG 3 1994



*Tony Miller*  
Acting Secretary of State

1894492

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

JUL 21 1994

TONY MILLER, Acting Secretary of State

---

**ARTICLES OF INCORPORATION OF  
CALIFORNIA GARDENS HOMEOWNERS ASSOCIATION**

**ARTICLE 1            NAME**

---

The name of the corporation is CALIFORNIA GARDENS HOMEOWNERS ASSOCIATION (hereinafter called the "Corporation").

**ARTICLE 2            ORGANIZATION, PURPOSE AND POWERS  
                         OF THE CORPORATION**

---

An existing unincorporated association, California Gardens Homeowners Association, is being incorporated by the filing of these articles. The 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. This Corporation does not contemplate pecuniary gain or profit to the Members thereof, and the specific primary purposes for which it is formed are to provide for maintenance, protection, preservation, and architectural control of the residence Units and Common Area, including the attractiveness and value thereof, and the landscaping, structures, and facilities thereon, within that certain tract of property located in the County of Contra Costa, State of California, described as follows:

Subdivision 5163, California Gardens, for Condominium Purposes, filed in the Office of the Recorder of the County of Contra Costa, State of California, on February 27, 1978, in Book 208 of Maps at pages 19, 20, and 21,

to provide for the management, administration, and operation of the herein described property comprising the California Gardens Condominium Project and the business and affairs of the Corporation, and to promote the health, safety, welfare, and interests of all owners of property and residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of the Corporation, and to take such action as in the judgment of the Board of Directors shall be necessary or proper or incidental to the foregoing purposes of the Corporation.

### **ARTICLE 3            MEMBERSHIP**

---

Every person or entity who is a record owner of a fee or undivided fee interest in any Unit within the real property described in Article 2 hereof, which is subject, by covenants of record, to assessment by the Corporation, including contract sellers, shall be a Member of the Corporation. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to, and may not be separated from, ownership of any Unit which is subject to assessment by the Corporation.

### **ARTICLE 4            VOTING RIGHTS**

---

The Corporation shall have one class of voting membership, comprised of all Members, whose voting rights shall be as set forth in the Declaration and By-Laws of the Corporation.

### **ARTICLE 5            BOARD OF DIRECTORS**

---

The affairs of this Corporation shall be managed by a Board of Directors who shall be Members in good standing of the Corporation. The number of Directors, their qualifications, and the manner of their selection shall be as set forth in the By-Laws of the Corporation.

**ARTICLE 6            AGENT FOR SERVICE OF PROCESS**

---

The name and address of the Corporation's initial agent for service of process is: Anne Weinberg, c/o Hudson Management Company, 1035 Detroit Avenue, Suite 100, Concord, California 94518.

**ARTICLE 7            DISSOLUTION**

---

This Corporation is intended to qualify as a Homeowners Association under the applicable provisions of Section 528 of the United States *Internal Revenue Code* ("IRC") and of Section 23701t of the *Revenue and Taxation Code* of the State of California ("R&TC"), as each may be amended from time to time. No part of the net earnings of this Corporation shall inure to the benefit of any private individual, except as expressly provided in IRC Section 528 and R&TC Section 23701t with respect to the acquisition, construction, or provision for management, maintenance, and care of the Corporation property, and other than by rebate of excess membership dues, fees, or assessments. So long as there is any lot or parcel for which the Corporation is obligated to provide management, maintenance, preservation, or control, the Corporation shall not transfer all or substantially all of its assets or file a certificate of dissolution without the approval of one hundred percent (100%) of the Members. In the event of the dissolution, liquidation, or winding-up of the Corporation, upon or after termination of the Project, in accordance with provisions of the Declaration, the Corporation's assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation shall be divided among and distributed to its Members in accordance with their respective rights therein.

**ARTICLE 8            AMENDMENTS**

---

Any amendments to these Articles of Incorporation shall require the approval of the Board of Directors and the approval by the affirmative

vote or written consent of Members representing at least a majority of the Members voting on such amendment provided the number of Members voting thereon shall be sufficient to constitute a quorum.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of California, the undersigned has executed these Articles of Incorporation this 4 day of May, 1994

Vito R. Grassi

I hereby declare that I am the person who executed the above Articles of Incorporation and that such instrument is my act and deed.

Vito R. Grassi

STATEMENT REGARDING INCORPORATION  
OF UNINCORPORATED ORGANIZATION ASSOCIATION

The undersigned hereby declare as follows:

1. We are officers or board members of California Gardens Homeowners Association, an unincorporated organization (the "Association");  
association
2. Incorporation of the Association by means of the articles to which this Statement is attached has been approved by the Association in accordance with its rules and procedures.

We declare under penalty of perjury that the foregoing is true and correct.  
Signed this 4 day of May, 1998, at 1802 Cole Ave #4, California. ✓  
Walnut Creek WA CA 94596

*[Handwritten Signature]*  
Signature

*President*  
Title

*[Handwritten Signature]*  
Signature

*Vice President*  
Title