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EXHIBIT "A"

RE: 2939 IM. 899

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ENDORSED
FILED
In the office of the Secretary of State
AUG 10 1971

7-114777

ARTICLES OF INCORPORATION

EDMUND G. BROWN Jr., Secretary of State
By DAVID M. WEETMAN
Deputy

OF

CASTILLEJA DEL ARROYO HOMEOWNERS ASSOCIATION, INC.

ARTICLE I

The name of this corporation (hereinafter called the "Association") is CASTILLEJA DEL ARROYO HOMEOWNERS ASSOCIATION, INC.

ARTICLE II

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

ARTICLE III

This Association is organized pursuant to the General Nonprofit Corporation Law.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association 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, preservation and architectural control of the condominium project on certain real property described as:

Tract 3285 being more fully described as:

Beginning at a point of the southwestern line of the parcel of land firstly described in the deed from Kaiser Paving Company to United States of America, dated June 30, 1931, recorded July 17, 1931, in Book 2617 of official records of Alameda County, Page 119, distant thereon south 64° 15' west 16 feet to the northwestern line of said parcel of land; thence along the last named line, north 25° 45' east 200 feet to the most northern corner of said parcel of land; thence north 1° 32' 54" west 2.65 feet to the southern line of Murrieta Boulevard, as said boulevard is shown on said map; thence along the last named line, south 88° 27' west 702 feet; thence leaving the last named line, south 1° 32' 54" east 158 feet, thence south 88° 27' 06" west 30 feet; thence south 1° 32' 54" east 20 feet; thence south 88° 27' 06" west 32 feet; thence south 1° 32' 54" east 147.22 feet; more or less, to the general southern line of said lot 7; thence along the last named line, as follows; southeasterly on a curve to the left with a radius

1971

OR

2939

900

RE:2939 IM:900

71-114777

of 800 feet, a distance of 69.44 feet, more or less, to an angle point therein; north $0^{\circ} 40' 55''$ east 3.85 feet; south $74^{\circ} 30' 26''$ east 39.72 feet; easterly on a curve to the left with a radius of 800 feet, through a central angle of $10^{\circ} 09' 07''$, a distance of 141.75 feet; north $88^{\circ} 27' 06''$ east 380.43 feet; and tangent to the last named course, easterly on a curve to the right with a radius of 800 feet, a distance of 68.08 feet, more or less, to a line drawn south $1^{\circ} 32' 54''$ east from the point of beginning; thence north $1^{\circ} 32' 54''$ west 174.54 feet, more or less, to the point of beginning.

and to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose.

In furtherance of said purposes, this Association shall have power to:

- (a) perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration," applicable to the property and recorded or to be recorded in the Office of the County Recorder of Alameda County;
- (b) 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 business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;
- (c) 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;
- (d) Borrow money, and only with the assent (by vote or written consent) of two-thirds (2/3) of each class of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;
- (e) Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential

1971

OR

2939

901

RE: 2939 IM 901

7-114777

property and Common Area, provided that any merger, consolidation or such annexation shall have the assent by vote of two-thirds (2/3) of each class of members or by the written consent of all of the members;

(f) 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.

ARTICLE V

MEMBERSHIP

Every person or entity who is a record owner of a condominium unit which is subject by covenants or record to assessment by the Association, including contract sellers, shall 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. Membership shall be appurtenant to and may not be separated from ownership of any condominium unit which is subject to assessment by the Association.

ARTICLE VI

VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners with the exception of the Declarant and shall be entitled to one vote for each unit owned. When more than one person holds an interest in any unit, all such persons shall be members. The vote for such unit shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any unit.

Class B. The Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each unit owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

(a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or

1971

OR

2939

902

RE:2939 IM:902

71-114777

(b) on June 1, 1973.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of five (5) directors, who need not be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association. 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>
David S. Madis	1054 Canton Avenue Livermore, Ca. 94550
Daniel L. Gillice	1011 Geneva Street Livermore, Ca. 94550
Frank T. Seronello	620 Hanover Livermore, Ca. 94550
Amelia L. McClure	5721 Crestmont Avenue Livermore, Ca. 94550
Jeannette M. Morris	1445 Columbus Avenue Livermore, Ca. 94550

At the first annual meeting, the members shall elect three (3) directors for a term of two (2) years and two (2) directors for a term of three (3) years; and at each annual meeting thereafter the members shall elect, alternatively, two or three directors.

ARTICLE VIII

DISSOLUTION

Upon dissolution of the Association, the assets of the Association shall be distributed to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such distribution is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization organized and operated for such similar purposes.

1971

OR

2939

903

RE: 2939 IM: 903

71-114777

ARTICLE IX
DURATION

The corporation shall exist perpetually.

ARTICLE X
AMENDMENTS

Amendment of these Articles shall require the assent (by vote or written consent) of members representing seventy-five (75) percent or more of the voting power.

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 4th day of August, 1971.

David S. Madis
David S. Madis

Daniel L. Gillice
Daniel L. Gillice

Frank T. Seronello
Frank T. Seronello

Amelia L. McClure
Amelia L. McClure

Jeannette M. Morris
Jeannette M. Morris

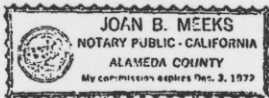
STATE OF CALIFORNIA

County of Alameda

On this 4th day of August, 1971, before me, a

Notary Public in and for the County of Alameda, State of California, residing therein, duly commissioned and sworn, personally appeared DAVID S. MADIS, DANIEL L. GILLICE, FRANK T. SERONELLO, AMELIA L. MC CLURE and JEANNETTE M. MORRIS, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

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



Joan B. MEEKS