

**ENDORSEL  
FILED**

In the office of the Secretary of State  
of the State of California  
MAR 20 1974

EDWARD & BROWN, Secretary of State  
By JAMES E. HARRIS  
Deputy

710963

ARTICLES OF INCORPORATION OF  
IGNACIO CREEK HOMEOWNERS' ASSOCIATION, INC.

ARTICLE I

The name of the corporation (hereinafter called the "Association") is IGNACIO CREEK HOMEOWNERS' ASSOCIATION, INC.

ARTICLE II

The principal office for the transaction of the business of the Association is located in Marin 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 an improved community through maintenance, preservation and architectural control of the Residence Lots and Common Area within that certain tract of property described as all that real property in the City of Novato, County of Marin, State of California, within the boundaries set forth on that subdivision map entitled "Map of Ignacio Creek, City of Novato, Marin County, California", filed for record in the Office of the County Recorder, Marin County, California, on October 26, 1973, in Book of Maps 15, pages 88 to 92; (only a portion of the property may be subject to Association control at any given time, since the project will be developed in stages, as provided in the Restrictions, recorded on March 11, 1974, Instrument No. 7955, Marin County Records); 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, thereby benefiting the entire community.

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, Marin County, State of California;

(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) Dedicate, sell or transfer all of or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be deemed appropriate by the Board.

(f) Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential 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, except as otherwise provided in the Declaration.

(g) 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 here-

after have or exercise.

ARTICLE V  
MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Residence Lot which is or may be (by Annexation as specified in Exhibit "C" of the Declaration) subject by the Declaration 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 Residence Lot which is subject to assessment by the Association as provided above.

ARTICLE VI  
VOTING RIGHTS

The Association shall have two (2) 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 (1) vote for each Residence Lot owned. When more than one (1) person holds an interest in any Residence Lot, all such persons shall be members. The vote for such Residence Lot shall be exercised as they among themselves determine, but in no event shall more than one (1) vote be cast with respect to any Residence Lot.

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 Residence Lot owned. Declarant shall also be entitled to three (3) votes for each Residence Lot shown on the final recorded subdivision map affecting the property described in Exhibit "C" of the Declaration which may be annexed, as therein provided. 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 (including Residence Lots which may be Annexed); or

(b) Two (2) years from the date of the issuance of the most recent Public Report for a phase of the overall development; or

(c) On September 1, 1976.

#### 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 bylaws 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>
WILBUR L. WILLETT	2418 Central Avenue, Alameda, California 94501;
JACK F. GALLAGHER	2418 Central Avenue, Alameda, California 94501;
DONALD W. LINDSEY	2418 Central Avenue, Alameda, California 94501;
ARLO NISH	1361 Park Street Alameda, California 94501;
EVELYN WILLETT	1222 Porta Ballena, Alameda, California 94501.

At the first annual meeting the members shall elect three (3) Directors for a term of one (1) year and two (2) Directors for a term of two (2) years; at each annual meeting thereafter the members shall elect two (2) or three (3) Directors, depending on the number of terms expiring, for a term of two (2) years.

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 the 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.

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 of both classes of votes.

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 13th day of February, 1974.

Will L. Willett

Jack Gallagher

David W. Hendon

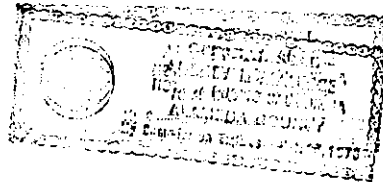
Art. Thel

Evelyn A. Willett

STATE OF CALIFORNIA        )  
                                  )    ss.  
County of Alameda         )

On this 13th day of February, 1974, before me, AUDREY L. MAURICE, a Notary Public in and for the County of Alameda, State of California, residing therein, duly commissioned and sworn, personally appeared WILL L. WILLETT, JACK GALLAGHER, DONALD W. LINDSEY, ARLO NISH and EVELYN A. WILLETT, known to me to be the incorporators and known to me to be the persons whose names were 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.



Audrey L. Maurice  
Notary Public in and for said  
County and State