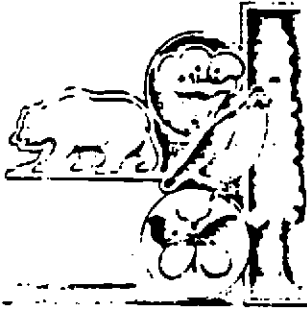


# **ARTICLES OF INCORPORATION**

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## **VILLAGE RACQUET CLUB ASSOCIATION**

**IF THIS DOCUMENT CONTAINS ANY RESTRICTION BASED ON RACE, COLOR, RELIGION, SEX, FAMILIAL STATUS, MARITAL STATUS, DISABILITY, NATIONAL ORIGIN, OR ANCESTRY, THAT RESTRICTION VIOLATES STATE AND FEDERAL FAIR HOUSING LAWS AND IS VOID, AND MAY BE REMOVED PURSUANT TO SECTION 12956.1 OF THE GOVERNMENT CODE. LAWFUL RESTRICTIONS UNDER STATE AND FEDERAL LAW ON THE AGE OF OCCUPANTS IN SENIOR HOUSING OR HOUSING FOR OLDER PERSONS SHALL NOT BE CONSTRUED AS RESTRICTIONS BASED ON FAMILIAL STATUS.**



State  
of  
California  
OFFICE OF THE SECRETARY OF STATE

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

That the annexed transcript has been compared with the 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

DEC 17 1981



*March Fong Eu*

Secretary of State.

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

DEC 10 1981

KAREN TONG EU, Secretary of State  
Margaret L. Montgomery  
Deputy

ARTICLES OF INCORPORATION  
OF  
VILLAGE RACQUET CLUB ASSOCIATION

FIRST: The name of the corporation is Village Racquet Club Association.

SECOND: This corporation is a nonprofit mutual benefit corporation organized under the California 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.

The specific purpose of this corporation is to further and promote the interests and welfare of the owners of leasehold condominiums (the "Condominiums") situated in the condominium project located in the County of Riverside, State of California, commonly known as the Village Racquet Club (the "Project").

Notwithstanding the above statements of purposes and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the specific purposes of this corporation.

THIRD: Village Racquet Club Association (the "Association") shall have no capital stock and shares therein shall not

be issued. The Association shall have two classes of Members, the qualifications for each of which shall be those prescribed in the Association's By-Laws. The interest of each Member may be evidenced by a certificate or other written documentation issued by the Association under terms to be fixed by its By-Laws. Failure to issue such certificate or other written documentation shall in no event affect the rights, privileges or liabilities of membership.

FOURTH: This Association is one which does not contemplate pecuniary gain or profit to the Members thereof, and is organized solely for nonprofit purposes. In no event shall the net earnings, income or assets of this Association be distributed to, or inure to the benefit of, any Member, Director or Officer of this Association or other private individual, either directly or indirectly, except upon winding up and dissolution. Upon the winding up and dissolution of this Association, after paying or adequately providing for the debts and obligations of the Association, the remaining assets may be distributed to the Members of the Association in accordance with such Member's relative interests in the Condominiums as provided in that certain Declaration of Covenants, Conditions and Restrictions for Village Racket Club (the "Declaration"). Notwithstanding the foregoing, without the approval of 100% of the Members, so long as there is

any Common Area for which this Association is obligated to provide management, maintenance, preservation or control:

(a) The Association or any person acting on its behalf shall not:

(1) Transfer all or substantially all of its assets; or

(2) File a certificate of dissolution; and

(b) No court shall enter an order declaring the Association duly wound up and dissolved.

FIFTH: Subject to the limitations of the Nonprofit Mutual Benefit Corporation Law of the State of California, an amendment of these Articles may be adopted by complying with the provisions of this paragraph. So long as there are two classes of membership, any amendment to these Articles shall require the vote or written assent of (1) a majority of the Board of Directors, (2) the Declarant (as defined in the Declaration), and (3) Members holding fifty-one percent (51%) of the votes held by Members of the Association other than Declarant. At such time as two classes of membership no longer exist, any amendment to these Articles shall require the vote or written assent of (1) a majority of the Board of Directors and (2) Members holding fifty-one percent (51%)

of the votes in the Association including Members holding fifty-one percent (51%) of the votes held by Members other than Declarant.

SIXTH: The name and address in this state of the Association's initial agent for service of process is:

Thomas R. Mathew  
Mathew, Tupaz Associates  
18321 Ventura Boulevard  
Suite 800  
Tarzana, California 91356

Dated: Dec. 16, 1981.

Robin Bennett  
Robin Bennett, Incorporator

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

Robin Bennett  
Robin Bennett