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In the office of the Secretary of State  
of the State of California

FEB 11 1981

MARCH LONG EU, Secretary of State

By: Gloria Carroll  
Deputy

ARTICLES OF INCORPORATION  
OF  
SEASONS COURT ASSOCIATION

I. NAME

The name of the corporation, hereinafter called the  
"Association," is SEASONS COURT ASSOCIATION.

II. PURPOSE

A. 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 activity for  
which a corporation may be organized under such law.

B. Further, the purpose of this corporation is to act and be  
operated as a homeowners association as defined in Section 528  
of the Internal Revenue Code of 1954 and Section 23701t of the  
California Revenue and Taxation Code, as amended, and to provide  
for the maintenance, preservation, and architectural control of  
the residence Lots and Common Area within that certain tract of  
property described as:

Lots 1 through 35, inclusive, being all of the  
property of Seasons Court Subdivision as more  
particularly described on the Map thereof  
recorded on the 28 day of July, 1980,  
in Book 26 at Page 180 of Maps, records  
of Madera County California.

III. INITIAL AGENT FOR  
SERVICE OF PROCESS

The name and address in the State of California of the  
corporation's initial agent for service of process in accordance  
with Subdivision (b) of §8210 of the Corporations Code is:

1 DAVID L. BERRY, 1837 Howard Road, Madera, CA. 93637.

2 IV. MANAGEMENT AND CONDUCT  
3 OF THE AFFAIRS OF THE  
4 CORPORATION.

5 A. The management of the activities and the conduct of the  
6 affairs of the corporation shall be:

7 (1) To promote the health, safety, and welfare of the  
8 residents within the above-described property and any additions  
9 thereto as may hereafter be brought within the jurisdiction of this  
10 Association for this purpose;

11 (2) To perform all of the duties and obligations of the  
12 Association as set forth in that certain Declaration of Covenants,  
13 Conditions and Restrictions, hereinafter called the "Declaration,"  
14 applicable to the property and recorded or to be recorded in the  
15 office of the Recorder of the County of Madera, State of California;

16 (3) To fix, levy, collect, and enforce payment by any  
17 lawful means, all charges or assessments pursuant to the terms of  
18 the Declaration; to pay all expenses in connection therewith and  
19 all office and other expenses incident to the conduct of the business  
20 of the Association, including all licenses, taxes, or governmental  
21 charges levied or imposed against the property of the Association;

22 (4) To acquire (by gift, purchase, or otherwise), own,  
23 hold, improve, build upon, operate, maintain, convey, sell, lease,  
24 transfer, dedicate for public use, or otherwise dispose of real or  
25 personal property in connection with the affairs of the Association;

26 (5) With the assent of two-thirds of the Class A members,  
excluding the declarant subdivider, borrow money, mortgage, pledge,

1 execute deeds of trust, or hypothecate any or all of its real or  
2 personal property as security for money borrowed for debts incurred.

3 (6) To dedicate, sell, or transfer all of or any part  
4 of the Common Area to any public agency, authority, or utility for  
5 such purposes and subject to such conditions as may be agreed to  
6 by the members. No such dedication or transfer shall be effective  
7 unless an instrument has been signed by two-thirds of Class A  
8 members, other than the declarant subdivider, agreeing to such dedi-  
9 cation, sale or transfer.

10 (7) To participate in mergers and consolidations with  
11 other nonprofit corporations organized for the same purposes or  
12 annex additional residential property and Common Area, provided that  
13 any merger, consolidation, or such annexation shall have the assent  
14 by vote of two-thirds of Class A members, excluding the declarant  
15 subdivider, or by written consent of two-thirds of Class A members,  
16 excluding declarant subdivider

#### 17 V. MEMBERSHIP

18 Every person or entity who is a record owner of a fee or  
19 undivided fee interest in any Lot which is subject by covenants  
20 of record to assessment by the Association, including contract  
21 sellers, shall be a member of the Association. The foregoing is  
22 not intended to include persons or entities who hold an interest  
23 merely as security for the performance of an obligation. Membership  
24 shall be appurtenant to and may not be separate from ownership of  
25 any Lot which is subject to assessment by the Association.

26 -----

1 VI. VOTING RIGHTS

2 The Association shall have two classes of voting memberships:

3 Class A

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

10 Class B

11 Class B members shall be the Declarant (as defined in the  
12 Declaration), and shall be entitled to three (3) votes for each  
13 Lot owned. The Class B membership shall cease and be converted to  
14 Class A membership on the happening of any of the following events,  
15 whichever occurs earliest:

16 (a) When the total votes outstanding in the Class A membership  
17 equal the total votes outstanding in the Class B membership; or

18 (b) On June 1st, 1983, which is the second  
19 anniversary of the original issuance of the subdivision public  
20 report for the development.

21 VII. BOARD OF DIRECTORS

22 The affairs of this Association shall be managed by a Board  
23 of nine (9) Directors, who need not be members of the Association.  
24 The number of directors may be changed by amendment of the Articles  
25 of the Association. The names and addresses of the persons who  
26 are to act in the capacity of directors until the selection of

their successors are:

|                   |                                   |
|-------------------|-----------------------------------|
| David L. Berry    | 31 Seasons Ct., Madera, Ca.       |
| Patricia R. Berry | 31 Seasons Ct., Madera, Ca.       |
| Denslow Green     | 29411 Highway 145, Madera, Ca.    |
| Pablo Aleman      | 212 Sassafras Dr., Madera, Ca.    |
| Gwen Cain         | 620 Williams Ave., Madera, Ca.    |
| Marco Mazzoni     | 2404 W. Third St., Madera, Ca.    |
| Martin Taylor     | 404 Mainberry Dr., Madera, Ca.    |
| Joe Marmolejo     | 509 Mainberry Dr., Madera, Ca.    |
| Daryl Cloeters    | 1021 Dellavalle Ave., Madera, Ca. |

At the first annual meeting, the members of the Association shall elect three (3) directors for a term of one (1) year, three (3) directors for a term of two (2) years, and three (3) directors for a term of three (3) years; and at each annual meeting thereafter, the members shall elect three (3) directors for a term of three (3) years.

#### VIII. LIMITATION OF POWERS

Without the approval of 100% of the members, any contrary provisions in these Articles or the By-laws of the Association notwithstanding, so long as there is any lot, parcel, area or unit for which the corporation is obligated to provide management, maintenance, preservation or control, (a) the owners of 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.

#### IX. DURATION.

The corporation shall exist perpetually.

1 X. FHA/VA APPROVAL

2 As long as there is a Class B membership, the following actions  
3 will require the prior approval of the Federal Housing Administrator  
4 or of the Veterans Administration: annexation of additional pro-  
5 perties, mergers and consolidations, mortgaging of Common Area,  
6 dedication of Common Area, dissolution of the Association, and  
7 amendment of these Articles.

8 XI. AMENDMENT OF ARTICLES

9 These Articles of Incorporation may be amended by the vote or  
10 written assent of two-thirds of the Class A members, excluding the  
11 subdivider declarant.

12 IN WITNESS WHEREOF, for the purpose of forming this Association  
13 under the laws of the State of California, we, the undersigned,  
14 constituting the incorporators of this Association, have executed  
15 these Articles of Incorporation this 16th day of January 1981.

16 Louis R. Zamp  
17 Patricia L. Bony  
18 Wm. David J. Reyn  
19 Nolan K. Byla  
20 Angela L. Luen  
21 Pablo Alvarin  
22 Joe L. Marmolejo  
23 Barry L. Cloeters  
24 James L. Luen  
25 Manuel M. Luen  
26



1 STATE OF CALIFORNIA )  
2 COUNTY OF MADERA ) ss.

3 On this 16<sup>th</sup> day of January 1981, before me,  
4 the undersigned, a Notary Public in and for said State, personally  
5 appeared David L. Derry and

6 Mrs. David L. Derry  
7  
8

9 known to me to be the persons whose names are subscribed to the  
10 foregoing Articles of Incorporation of SEASONS COURT ASSOCIATION,  
11 and acknowledged that they executed the same.



Betty Stadham  
NOTARY PUBLIC

STATE OF CALIFORNIA  
COUNTY OF Madera } ss.

On this 5<sup>th</sup> day of February in the year one thousand nine  
hundred and 81 before me, the undersigned  
a Notary Public, State of California, duly commissioned and sworn, personally  
appeared Martin Taylor



known to me to be the person whose name subscribed to the within  
instrument and acknowledged to me that he executed the same.

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

Betty Stadham  
Notary Public, State of California

My commission expires 12-28-82

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Cowdery's Form No. 32-Acknowledgement-General (C. C. Sec. 1190a)

25  
26

STATE OF CALIFORNIA  
COUNTY OF Madera

ss.



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Cowdery's Form No. 32-Acknowledgement-General (C. C. Sec. 1190a)

On this 5th day of February in the year one thousand nine hundred and 81 before me, the undersigned, a Notary Public, State of California, duly commissioned and sworn, personally appeared Patricia R. Berry, also known as Mrs. David L. Berry known to me to be the person whose name subscribed to the within instrument and acknowledged to me that she executed the same.

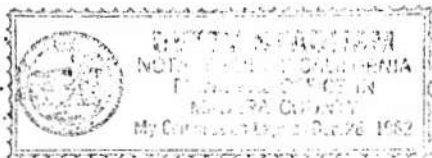
IN WITNESS WHEREOF I have hereunto set my hand and affixed my official seal in the said County of Madera the day and year in this certificate first above written.

Betty Stadham  
Notary Public, State of California

My commission expires 12-28-82

STATE OF CALIFORNIA  
COUNTY OF Madera

ss.



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On this 6th day of February in the year one thousand nine hundred and 81 before me, the undersigned, a Notary Public, State of California, duly commissioned and sworn, personally appeared Marco Mazzoni

known to me to be the person whose name subscribed to the within instrument and acknowledged to me that he executed the same.

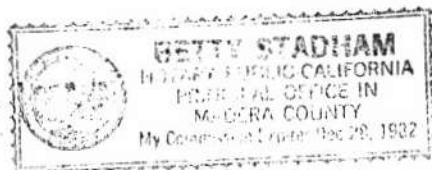
IN WITNESS WHEREOF I have hereunto set my hand and affixed my official seal in the said County of Madera the day and year in this certificate first above written.

Betty Stadham  
Notary Public, State of California

My commission expires 12-28-82

STATE OF CALIFORNIA  
COUNTY OF Madera

ss.



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On this 6th day of February in the year one thousand nine hundred and 81 before me, the undersigned, a Notary Public, State of California, duly commissioned and sworn, personally appeared Gwen Cain

known to me to be the person whose name subscribed to the within instrument and acknowledged to me that he executed the same.

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

Betty Stadham  
Notary Public, State of California

My commission expires 12-28-82



STATE OF CALIFORNIA  
COUNTY OF Madera

ss.



On this 6th day of February in the year one thousand nine hundred and 81 before me, the undersigned, a Notary Public, State of California, duly commissioned and sworn, personally appeared Daryl Cloeters

known to me to be the person whose name subscribed to the within instrument and acknowledged to me that he executed the same.

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

*Betty Stadham*  
Notary Public, State of California

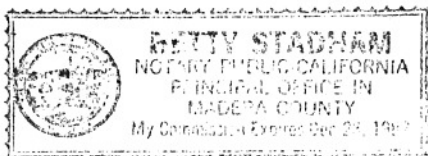
My commission expires 12-28-82

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STATE OF CALIFORNIA  
COUNTY OF Madera

ss.



On this 6th day of February in the year one thousand nine hundred and 81 before me, the undersigned, a Notary Public, State of California, duly commissioned and sworn, personally appeared Joe Marmolejo

known to me to be the person whose name subscribed to the within instrument and acknowledged to me that he executed the same.

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

*Betty Stadham*  
Notary Public, State of California

My commission expires 12-28-82

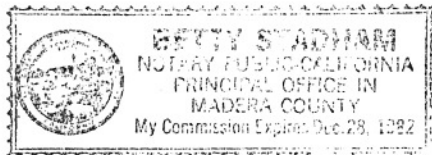
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STATE OF CALIFORNIA

COUNTY OF Madera

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On this 6th day of February in the year one thousand nine hundred and 81 before me, the undersigned, a Notary Public, State of California, duly commissioned and sworn, personally appeared Pablo Aleman

known to me to be the person whose name subscribed to the within instrument and acknowledged to me that he executed the same.

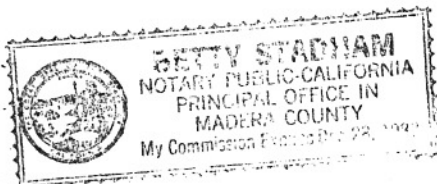
IN WITNESS WHEREOF I have hereunto set my hand and affixed my official seal in the said County of Madera the day and year in this certificate first above written.

Betty Stasham  
Notary Public, State of California

My commission expires 12-28-92

STATE OF CALIFORNIA  
COUNTY OF Madera

ss.



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Cowdery's Form No. 32-Acknowledgement-General (C. C. Sec. 1190a)

On this 6th day of February in the year one thousand nine hundred and 81 before me, the undersigned, a Notary Public, State of California, duly commissioned and sworn, personally appeared Denslow Green

known to me to be the person whose name subscribed to the within instrument and acknowledged to me that he executed the same.

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

Betty Stasham  
Notary Public, State of California

My commission expires 12-28-92

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

DEC 21 1981

CERTIFICATE OF AMENDMENT

OF

MARCH FONG EU, Secretary of State  
Deputy

ARTICLES OF INCORPORATION

DAVID L. BERRY and FRANK APRIL

certify that:

1. They are the President and Secretary, respectively,  
of SEASONS COURT ASSOCIATION, a California corporation.

2. That so much of Article II, subparagraph B of the  
Articles of Incorporation of this corporation as presently  
reads:

"B. Further, the purpose of this corporation  
is to act and be operated as a homeowners  
association as defined in Section 528 of the  
Internal Revenue Code of 1954 and Section  
23701t of the California Revenue and Taxation  
Code, as amended, and to provide for the  
maintenance, preservation, and architectural  
control of the residence Lots and Common Area  
within that certain tract of property described  
as:

Lots 1 through 35, inclusive, being all  
of the property of Seasons Court Subdivision  
as more particularly described on the Map  
thereof recorded on the 28 day of July,  
1980, in Book 26 at Page 180 of Maps, records  
of Madera County California."

is hereby amended to read:

"B. Further, the purpose of this corporation is to  
act and be operated as a homeowners association  
as defined in Section 528 of the Internal Revenue  
Code of 1954 and Section 23701t of the California  
Revenue and Taxation Code, as amended, and to  
provide for the maintenance, preservation, and  
architectural control of the residence Lots and  
Common Area within that certain tract of property  
described as:

Lots 1 through 33, inclusive, being all  
of the property of Seasons Court Subdivision  
as more particularly described on the Map  
thereof recorded on the 21st day of July

1981, in Book 27 at Page 171 of Maps, records  
of Madera County California."

3. The following ARTICLE XII is hereby added to the  
Articles of Incorporation as follows:

"XII LIMITATION OF POWERS.

Notwithstanding any of 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 purpose  
of this corporation."

4. The foregoing amendment of articles of  
incorporation has been duly approved by the Board of  
Directors.

5. The foregoing amendment of articles of  
incorporation has been duly approved by the required vote of  
members.

*David L. Zemy*  
President

*Frank April*  
Secretary

The undersigned declare under penalty of perjury that the  
matters set forth in the foregoing certificate are true of their  
own knowledge.

Executed at Madera, California, on Dec 15, 1981.

*David L. Zemy*

*Frank April*