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(ENDORSED)
FILED

MAY 29 1967

BASIL B. EDMOND, County Clerk

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CALIFORNIA C.O.

Deputy

ARTICLES OF INCORPORATION

OF

MEADOWMONT PROPERTY OWNERS' ASSOCIATION

ENDORSED
FILED
In the office of the Secretary of State
of the State of California
MAY 17 1967

FRANK M. JORDAN, Secretary of State
By G. Oscar Johnston
Deputy

I

The name of this corporation shall be MEADOWMONT

PROPERTY OWNERS' ASSOCIATION.

II

The purposes for which this corporation is formed

are:

(a) The specific and primary purposes are to protect the rights and interests of its members; to promote recreation facilities and areas; to represent its members before any duly constituted board, agency, commission, committee or other body, in which property of the members may be involved and wherein the interests of its members may be affected; and to provide such other services as the membership shall determine and which may be considered necessary to protect the rights, interests and privileges of all members and their respective properties.

(b) The general purposes and powers are:

(1) To solicit, collect, receive, acquire, hold and invest money and property, both real and personal, received by gift, contribution, bequest, devise or otherwise; to sell and convert property, both real and personal, into cash; and to use the funds of this corporation and the proceeds, income, rents, issues and profits derived from any property of this corporation for any of the purposes for which this corporation is formed.

(2) To purchase or otherwise acquire, own, hold, sell, assign, transfer, or otherwise dispose of, mortgage, pledge, or otherwise hypothecate or encumber, and to deal in and with shares, bonds, notes, debentures or other securities or evidences of indebtedness of any person, firm, corporation or association and, while the owner or holder thereof, to exercise all rights, powers and privileges of ownership.

(3) To purchase or otherwise acquire, own, hold, use, sell, exchange, assign, convey, lease or otherwise dispose of and mortgage or otherwise hypothecate or encumber real and personal property.

(4) To borrow money, incur indebtedness, and to secure the repayment of the same by mortgage, pledge, deed of trust, or other hypothecation of property, both real and personal.

(5) To carry into effect any one or more of the objects and purposes hereinabove set forth and to that end to do any one or more of the acts and things aforesaid, and likewise any and all acts or things necessary or incidental thereto; and, in conducting or carrying on its activities, and for the purpose of promoting or furthering any one or more of its said objects or purposes, to exercise any or all of the powers hereinabove set forth in this Article, and any other or additional power now or hereafter authorized by law, either alone or in conjunction with others, as principal, agent or otherwise.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and the purposes and powers stated in each clause, except where otherwise expressed, shall be in nowise limited or restricted by reference to or inference from the terms or provisions of any other clause, but shall be regarded as independent purposes and powers.

Notwithstanding any of the above statements of purposes and powers, this corporation shall not engage in activities which in themselves are not in furtherance of the civic purposes set forth in subparagraph (2) of this Article II.

The properties of this corporation shall be held in trust for the purposes above set forth, but with full power to sell, exchange, encumber or otherwise dispose of the same, subject to the rights of the creditors of this corporation.

III

This corporation is organized pursuant to the General Nonprofit Corporation Law of the State of California.

IV

The county in this State where the principal office for the transaction of the business of this corporation is located is Calaveras County.

V

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>
FLOYD N. HEFFRON	P. O. Box 427, Arnold, California
JOE R. YOCKERS	P. O. Box 21, Arnold, California
WM. L. DUFF	P. O. Box 442, Arnold, California
EUGENE PLADSEN	P. O. Box 45, Arnold, California
LEE A. JOHNSON	P. O. Box 477, Arnold, California
LEO RABUSIN	340 Scott Street, Lodi, California
ALICE CHAPMAN	P. O. Box 76, Hathaway Pines, Calif.
WILBUR R. BRONNER	General Delivery, Arnold, California
PAUL HERDLE	P. O. Box 91, Arnold, California
ALFRED E. VIRDEN	P. O. Box 110, Arnold, California
C. O. HEFFERNAN	750 Dolores Ave., San Leandro, Calif.

VI

The authorized number and qualifications of members of the corporation, the different classes of membership, if any, the property, voting and other rights and privileges of members, and their liability to dues and assessments and the method of collection thereof, shall be as set forth in the Bylaws.

VII

This corporation is one which does not contemplate pecuniary gain or profit to the members thereof and it is organized solely for nonprofit purposes. Upon the winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a nonprofit fund, foundation or corporation, which has the same or similar objectives and purposes as this corporation, and which has established its tax-exempt status under Section 501(c) of the Internal Revenue Code. If this corporation holds any assets in trust, such assets shall be disposed of in such manner as may be directed by decree of the Superior Court of the county in which this corporation's principal office is located, upon petition therefor by the Attorney General or by any person concerned in the liquidation.

VIII

The name of the unincorporated association which is being incorporated is MEADOWMONT PROPERTY OWNERS' ASSOCIATION.

IN WITNESS WHEREOF, the undersigned, being the president and the secretary, respectively, of MEADOWMONT PROPERTY OWNERS' ASSOCIATION, the unincorporated association which is being incorporated hereby, have executed these Articles of Incorporation this 20th day of December, 1966.

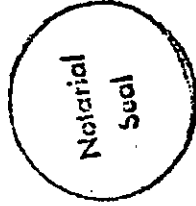
S/ Floyd N. Heffron
Floyd N. Heffron

S/ William L. Duff
William L. Duff

STATE OF CALIFORNIA)
(SS
COUNTY OF CALAVERAS)

On this 20th day of December, 1966,
before me, W. R. GUBBINS, a Notary Public for
the State of California, with principal office in Calaveras
County, personally appeared FLOYD N. HEFFRON and WILLIAM L.
DUFF, known to me to be the persons whose names are subscribed
to the within Articles of Incorporation, and acknowledged to
me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal on the day and year first above
written.



S/ W. R. Gubbins Notary Public

A F F I D A V I T

STATE OF CALIFORNIA)
) (SS
COUNTY OF CALAVERAS)

FLOYD N. HEFFRON and WILLIAM L. DUFF, being first
duly sworn, each for himself, deposes and says:

That FLOYD N. HEFFRON is the president and that
WILLIAM L. DUFF is the secretary of MEADOWMONT PROPERTY OWNERS'
ASSOCIATION, the unincorporated association mentioned in the
foregoing Articles of Incorporation; that said association has
duly authorized its incorporation and has authorized the under-
signed, as said officers, to execute the Articles of Incorpora-
tion.

S/ Floyd N. Heffron

Floyd N. Heffron

S/ William L. Duff

William L. Duff

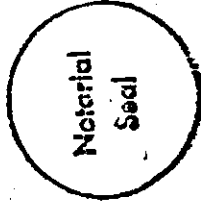
Subscribed and sworn to before me this 20th day of
December, 1966.

W. R. Gubbins

Notary Public

State of California

Principal office in Calaveras County



CERTIFICATE OF AMENDMENT

OF

ARTICLES OF INCORPORATION
OF
MEADOWMONT PROPERTY OWNERS ASSOCIATION

ALFRED E. VIRDEN and WILLIAM L. DUFF certify:

1. That they are the president and the secretary, respectively, of MEADOWMONT PROPERTY OWNERS ASSOCIATION, a California corporation.
2. That at a meeting of the board of directors of said corporation, duly held at Arnold, California, on November 9, 1968, the following resolution was adopted:

RESOLVED that sub-paragraph (a) of ARTICLE II of the Articles of Incorporation of this corporation be amended to read as follows:

"(a) The specific and primary purposes are to protect the rights and interests of its members; to promote recreation facilities and areas; to represent its members before any duly constituted board, agency, commission, committee or other body, in which property of the members may be involved and wherein the interests of its members may be affected; and to improve the general living conditions in the community and to make the area a better and more attractive area in which to live or spend recreational time."

RESOLVED FURTHER that the provision of sub-paragraph (5) of sub-paragraph (b) of ARTICLE II of the Articles of Incorporation of this corporation which now reads as follows:

"Notwithstanding any of the above statements of purposes and powers, this corporation shall not engage in activities which in themselves are not in furtherance of the civic purposes set forth in sub-paragraph (2) of this Article II."

be amended to read as follows:

"Notwithstanding any of the above statements of purposes and powers, this corporation shall not engage in activities which in themselves are not in furtherance of the civic purposes set forth in sub-paragraph (a) of this ARTICLE II."

RESOLVED FURTHER that ARTICLE VII of the Articles of Incorporation of this corporation be amended to read as follows:

VII

"This corporation is one which does not contemplate pecuniary gain or profit to the members thereof and it is organized solely for non-profit purposes. Upon the winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a non-profit fund, foundation or corporation, which has the same or similar objectives and purposes as this corporation. If this corporation holds any assets in trust, such assets shall be disposed of in such manner as may be directed by decree of the Superior Court of the county in which this corporation's principal office is located, upon petition therefor by the Attorney General or by any person concerned in the liquidation."

3. That the members of said corporation have adopted said amendment by resolution at a meeting held at Arnold, California on November 9, 1968. And that the wording of the amended articles, as set forth in the members' resolution, is the same as that set forth in the directors' resolution in Paragraph 2 above.

4. That the number of members who voted affirmatively for the adoption of said resolution is thirty-four (34), and that the number of members constituting a quorum is thirty-four (34).

ALFRED E. VIRDEN, President

WILLIAM L. DUFF, Secretary

Each of the undersigned declares under penalty of perjury that the matters set forth in the foregoing certificate are true and correct. Executed at Arnold, California, on _____, 1968.

ALFRED E. VIRDEN, President

WILLIAM L. DUFF, Secretary