

ARTICLES OF INCORPORATION  
OF  
OAK SHORES COMMUNITY ASSOCIATION

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of whom are residence of the State of California, have this day voluntarily associated ourselves for the purpose of forming a nonprofit corporation pursuant to Title 1, Division 2, Part 1 of the Corporation Code of the State of California, and we do hereby declare and certify as follows:

ARTICLE I – NAME

That the name of this corporation is and shall be:  
OAK SHORES COMMUNITY ASSOCIATION

ARTICLE II – SPECIFIC PURPOSES

That the specific and primary purpose for which this corporation is formed is to provide community services and recreational facilities for the general use, benefit and welfare of the owners of residential lots situated within that certain real property commonly known as Oak Shores Subdivision located in the County of San Luis Obispo, State of California.

ARTICLE III – GENERAL PURPOSES

That the general purposes and objectives of this corporation are as follows:

- a. To improve, construct, maintain, operate and care for such parkways, parks, playgrounds, recreational areas, community buildings, structures and facilities hereafter established or constructed within or adjacent to said described real property for the general use and enjoyment of the owners of residential lots within said property and to perform any and all other community services for the general benefits of the owners, leasees, sublessees and/or occupants of said property which are not adequately provided for by public authority or otherwise.
- b. To lease, purchase and otherwise acquire, to hold, use and operate any interest in any real or personal property, and to sell or otherwise dispose of real and personal property for the uses and purposes for which this corporation is formed, to borrow money and contract debts for any of the objects and purposes of this corporation, and to secure the payment of same by mortgage, deed of trust, pledge or otherwise.
- c. To pay all taxes and assessments that may be levied or imposed by any public authority upon any community parkway, park, playground, recreational area and upon all club houses and other community buildings, structures and facilities and all other property owned or controlled by this corporation.
- d. To fix and establish the fees, dues and assessments that each member of this corporation shall pay to this corporation for the purpose of providing funds to carry out the community purposes and objects of this corporation, and to receive and collect such fees, dues and assessments and to

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enforce the collection thereof as shall be provided in the By-Laws of this corporation and to enforce any lien which may be provided in said By-Laws to secure the payment of the same.

- e. To devote all monies collected and received from said fees, dues and assessments exclusively for the promotion of the community welfare purposes of this corporation, and to expend the same in paying and discharging the costs, expenses and obligations incurred by this corporation in carrying out any and all of said purposes.
- f. To examine and approve plans and specifications for dwelling houses and other structures and improvements to be erected within or upon said real property or the modification, and/or alteration thereof and/or addition thereto, and to exercise such powers of control, supervision or enforcement with respect to any conditions or restrictions now or hereafter imposed upon the residential lots within said property by the owner or owners thereof to the extent that said powers may be delegated or assigned to this corporation and such duties with respect thereto as may be assigned to and assumed by this corporation.
- g. To engage, employ, retain and discharge such executive and other personnel as may be necessary for the proper conduct of the purposes for which this corporation is organized.
- h. To receive and hold by gift, devise, bequest, or grant donations or contributions from any person, firm or organization for the benefit and/or endowment or any of the activities of this corporation including, but not limited to, the receiving of any such gift, devise, bequest, grant, donation or contribution subject to express conditions and particular purposes as shall be set forth by any donor or grantor thereof.
- i. To act as trustee under any trust created to and to receive, hold, administer and expend the property subject to such trust.
- j. To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the purposes or powers hereinbefore set forth, either alone or in association with other corporations, firms or individuals, and to do every other act or acts, connected with the aforesaid business or purposes or powers or any part or parts thereof, provided the same be consistent with the laws under which this corporation is organized.
- k. Generally from time to time to carry on and to do any one or more of any of the acts and things hereinabove set forth and to do all things and every and anything that a nonprofit corporation organized under the aforesaid title may lawfully do and generally do all things requisite, necessary and expedient for the administration and attainment of the purposes of this corporation.

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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 primary purposes of this corporation.

ARTICLE IV – NONPROFIT LAWS

That this corporation is organized pursuant to the General Nonprofit Corporation Law of the State of California. This corporation is not organized and shall not be operated for profit. This corporation does not contemplate pecuniary gain or profit to the members thereof, and the funds of this corporation, regardless of the source thereof, shall be used exclusively in the promotion of the and purposes of the corporation in such manner as the Board of Directors may from time to time determine. No part of the net earnings, if any, of this corporation shall be distributed to or inure to the benefit of any of its members or to the benefit of any private individual.

ARTICLE VI – DIRECTORS

That the number of directors of this corporation shall be three (3) provided that the number of the members of the Board of Directors may be changed from time to time by an amendment to the By-Laws of this corporation. That the names and addresses of the persons who are hereby appointed to act in the capacity of directors of this corporation, and who shall continue to act as such directors until the election and qualification of their successors, as shall be provided in the By-Laws of this corporation, and who shall constitute the Board of Directors of this corporation, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Roy J. Schmidt, Jr.	113-B 35 <sup>th</sup> Place Manhattan Beach, California 90266
Bruce L. Gitelson	11911 Gorham Avenue, Apartment 1 Los Angeles, California 90049
Catherine A. Norwood	873 El Segundo Drive Thousand Oaks, California 91360

ARTICLE VII – BY-LAWS

There shall be no capital stock of this corporation. As soon as practicable after the filing of this Articles of Incorporation appropriate By-Laws shall provide for the authorized number and qualifications of members of this corporation, the different classes of membership, if any, voting and other rights and privileges of members, the liability of members for dues or assessments, and the method of collection thereof; provided, however, that there shall be no more than one membership issued to any one member of this corporation.

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Said By-Laws shall further provide for the tenure of office of the directors of this corporation and shall specify the powers, duties and compensation, if any, and the manner in which directors shall be chosen and removed from office.

All of said By-Laws and amendments thereto adopted by this corporation shall be recorded in a book which shall be kept in the principal office of this corporation.

In the case of any conflict between these Articles and the By-Laws, the Articles shall control.

ARTICLE VIII – DISSOLUTION

That in the event of the dissolution of this corporation the net assets thereof which shall remain after satisfaction of all of the debts and obligations of the corporation shall be distributed to one or more funds, foundations, corporations or organizations which are organized and operated exclusively for nonprofit purposes, and which said funds, foundations, organizations or corporations qualify for exemption from the payment of federal income tax under the appropriate sections of the Internal Revenue Code of 1954 or amendments thereto; provided, however, that any real or personal property held or acquired by the corporation as trustee under the terms of a specific trust or trusts of any nature or description shall be distributed in such manner as may be directed by a decree of the Superior Court of the County of San Luis Obispo, State of California, as provided in Section 9801 of the Corporation Code of the State of California. No assets which may remain after distribution of trust property, as set forth hereinbefore shall inure to the benefit of any person or individual or any members or director of this corporation.

ARTICLE IX – AMENDMENT OF ARTICLES

Amendment of these Articles shall require the vote or written assent of members having seventy-five percent (75%) of the voting power of the Association.

IN WITNESS WHEREOF, for the purposes of forming this corporation, the undersigned, constituting the incorporators and first directors, have executed these Articles of Incorporation on this 14<sup>th</sup> day of May, 1970.

Roy J. Schmidt, Jr.  
Bruce L. Gitelson  
Catherine A. Norwood  
(signatures on originals)

COUNTY OF LOS ANGELES  
STATE OF CALIFORNIA

On May 11, 1970, before me, the undersigned, a Notary Public in and for said County and State, personally appeared Bruce L. Gitelson, Catherine A. Norwood and Roy J. Schmidt, Jr. known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

WITNESS my hand and official seal.

Marie B. Nelson, Notary Public  
(signature on original)