

CYPRESS TANGLEWOOD HOMEOWNERS ASSOCIATION

ARTICLES OF INCORPORATION

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STATE OF CALIFORNIA



DEPARTMENT OF STATE

To all whom these presents shall come, Greetings:

I, FRANK M. JORDAN, Secretary of State of the State of California, hereby certify:

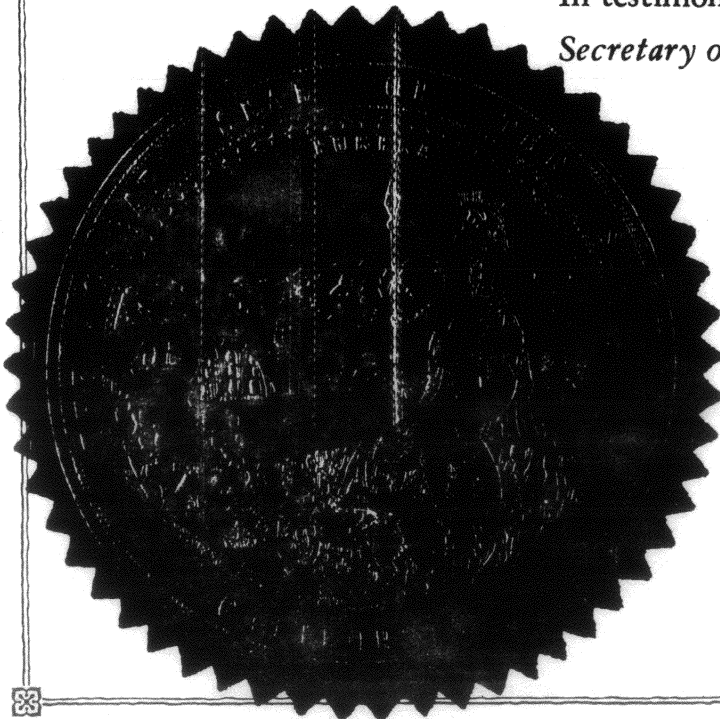
That the annexed transcript has been compared with the RECORD on file in my office, of which it purports to be a copy, and that the same is full, true and correct.

In testimony whereof, I, **FRANK M. JORDAN**,
Secretary of State, have hereunto caused the Great Seal of the State of California to be affixed and my name subscribed, at the City of Sacramento, in the State of California,

this **APR - 7 1966**

Frank M. Jordan
Secretary of State

By *Walter C. Stutler*
Assistant Secretary of State



507329

ARTICLES OF INCORPORATION

OF

TANGLEWOOD HOME OWNERS ASSOCIATION

ARTICLE I - NAME

The name of this corporation is:

TANGLEWOOD HOME OWNERS ASSOCIATION

(sometimes hereinafter referred to as the "Association").

ENDORSED
FILED
In the office of the Secretary of State
1966
FRANK M. ... Secretary of State

ARTICLE II - NONPROFIT

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

ARTICLE III - PRINCIPAL OFFICE

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

ARTICLE IV - PURPOSE AND POWERS

The purposes for which this corporation is formed are:

(1) The specific and primary purposes are to provide for maintenance, preservation and architectural control of the residence Lots and Common Area within that certain tract of property described as:

Lots 1 to 92, inclusive, and Lots A to E, inclusive, of Tract 6050, recorded in Book 222, Pages 9 to 12, inclusive, of Miscellaneous Maps in the office of the County Recorder of Orange County, State of California,

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 corporation by annexation, as provided in Article IX herein.

(2) The general purposes and powers are:

(a) To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as may be from time to time set forth in the Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", and any amendments thereof applicable to the property, and any additions thereto;

(b) To fix, levy, collect and enforce payment by any lawful means, all charges or assessments due the corporation; to pay all expenses in connection therewith, and all office and other expenses incident to the conduct of the business of the corporation, including all licenses, taxes or governmental charges levied or imposed against the property of the corporation;

(c) To 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 corporation;

(d) To borrow money, to mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred; and

(e) To have and to exercise any and all powers, rights and privileges which a corporation organized under the Nonprofit Corporation Law of the State of California by law may now or hereafter have or exercise.

ARTICLE V - MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be eligible to 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. No owner shall have more than one membership. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association. Ownership of such Lot shall be the sole qualification of membership.

ARTICLE VI - VOTING RIGHTS

The 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 By-Laws of this corporation, except as specifically provided for hereinafter.

ARTICLE VII - LIABILITIES

The highest amount of indebtedness or liability, direct or contingent, to which this Association may be subject at any one time shall not exceed \$25,000.00 for its first twelve calendar months of operation, and thereafter shall not exceed 150 percent of its assessments for such twelve months period, provided that additional amounts may be authorized by the assent of two-thirds (2/3) of the membership.

ARTICLE VIII - BOARD OF DIRECTORS

(1) The affairs of this corporation shall be managed by a Board of five (5) Directors, who need not be members of the corporation.

(2) 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>
Michael Tenzer	9300 Wilshire Boulevard, Beverly Hills, Calif.
Lee J. Goldin	" " " " "
Gene Fisher	" " " " "
Bernard H. Moore	" " " " "
John Stanley	" " " " "

(3) The number of directors may be increased or decreased from time to time (but in no event shall there ever be less than five (5) directors) by an amendment to these Articles of Incorporation or by an amendment of or to the By-Laws of this corporation by its members.

ARTICLE IX - ANNEXATIONS

The corporation may at any time annex additional residential properties and common areas to the Properties described in Article IV, and so add to its membership under the provisions of Article V, provided that such annexations are made only in accordance with the provisions of the recorded Declaration of Covenants, Conditions and Restrictions applicable to the Properties described in Article IV hereof. Such additions, when properly made under the applicable covenants, shall extend the jurisdiction, function, duties and membership of this corporation to such property. Where the applicable covenants require that certain additions be approved, such approval must have the assent of a three-fourths (3/4) majority of the voting power of the membership, excluding the vote of the Declarant who executed such Declaration.

ARTICLE X - MERGERS AND CONSOLIDATIONS

To the extent permitted by law, the corporation may participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, provided that any such merger or consolidation shall have the assent of two-thirds (2/3) of the entire membership.

ARTICLE XI - AUTHORITY TO MORTGAGE

Any mortgage or deed of trust encumbrance by the corporation of the real property owned by it shall have the assent of two-thirds (2/3) of the entire membership.

ARTICLE XII - AUTHORITY TO DEDICATE

The corporation shall have power to dedicate, sell or transfer all or any part of the real property owned by it to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed

to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by members entitled to cast two-thirds (2/3) of the votes of the entire membership, agreeing to such dedication, sale or transfer.

ARTICLE XIII - DISSOLUTION

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 dissolution of the corporation, the assets, both real and personal of the corporation, shall be dedicated to an appropriate public agency to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the corporation. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to purposes and uses that would most nearly reflect the purposes and uses to which they were required to be devoted by the corporation.

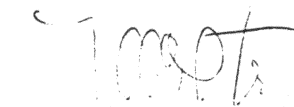
ARTICLE XIV - DURATION

The corporation shall exist perpetually.

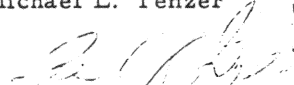
ARTICLE XV - AMENDMENTS

Amendment of these Articles shall require the assent of not less than seventy-five (75%) percent of the entire membership.

IN WITNESS WHEREOF, the undersigned, being the persons hereinabove named as the first directors, have executed these Articles of Incorporation this 15th day of March, 1966.



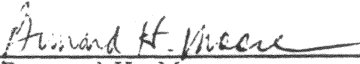
Michael L. Tenzer



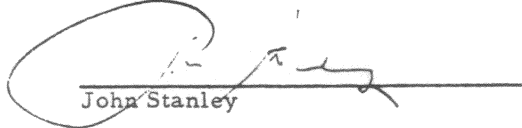
Lee J. Goldin



Gene Fisher



Bernard H. Moore



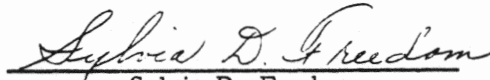
John Stanley

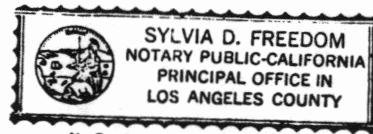
Incorporators

STATE OF CALIFORNIA)
COUNTY OF Los Angeles) ss.

On March 15, 1966, before me, the undersigned, a Notary Public in and for said State, personally appeared MICHAEL L. TENZER, LEE J. GOLDIN, GENE FISHER, BERNARD H. MOORE and JOHN STANLEY, known to me to be the persons whose names are subscribed to the within instrument and acknowledged that they executed the same.

WITNESS my hand and official seal.


Sylvia D. Freedom
Notary Public



My Commission Expires Oct. 5, 1966