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MU 1307100

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

MAY 10 1984

By Sharon K Hawkins Deputy
MARIA LUNG EU, Secretary of State

ARTICLES OF INCORPORATION
OF
JASMINE STREET HOMEOWNERS ASSOCIATION

FIRST: The name of this corporation shall be:

JASMINE STREET HOMEOWNERS ASSOCIATION

SECOND: A. This corporation is a Non-Profit Mutual Benefit Corporation organized under the Non-Profit 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.

B. The specific purpose of this Corporation is to maintain and manage the Common Area and maintain the residential structures of the JASMINE STREET HOMEOWNERS ASSOCIATION community development for the exclusive benefit of the residents thereof and to promote the health, safety and welfare of all the resident members thereof within that certain real property situated in the County of San Bernardino, State of California, more particularly shown and described as Lots 1 through 41, inclusive and Common Area Lots X, Y & Z on Tract Map #11796-1 as per Map to be recorded in the Miscellaneous Maps of the records of San Bernardino County; and any additions and annexations thereto which will hereafter be brought within the jurisdiction of the corporation.

THIRD: The name and address in the State of California of this Corporation's initial agent for service of process is:

Frank Woolsey
16561 Bolsa Chica Road #200
Huntington Beach, California 92649

FOURTH: The authorized number of directors of this Corporation shall be five (5).

FIFTH: The rights and privileges of each class of membership, (including voting rights), the liabilities of each or all classes to dues and assessments and the method of collection thereof, shall be set forth more fully in the Bylaws of this corporation.

SIXTH: Amendment of these Articles of Incorporation shall require the assent (by written consent) of members representing seventy-five percent (75%) or more of the voting powers of each class of members entitled to vote. When only class A members exist, then seventy-five percent or more of the voting power of the Association membership and fifty-one percent of Class A members other than the Declarant/Grantor (as described in the Declaration of record) shall be required for amending these Articles of Incorporation. In addition to the requirements set forth herein, any and all amendments to these Articles of Incorporation will require the consent of a majority of the Board of Directors.

SEVENTH: Every person or entity who is a record owner of a Lot within Phase 1 development of Tract #11796-1 (as defined in the Declaration of Record), and any such additions or annexations thereto, which is subject by covenants of record to assessment by the Association shall 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. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

EIGHTH: This Association shall have two classes of voting membership:

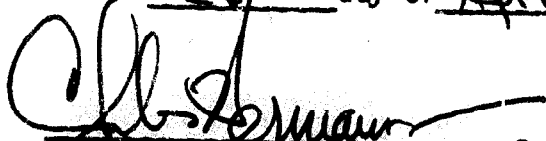
CLASS A. Class A members shall be all Owners and shall be entitled to one (1) vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one (1) vote be cast with respect to any Lot.

CLASS B. The Class B member(s) shall be the Declarant/Grantor (as described in the Declaration of Record) and shall be entitled to three (3) votes for each Lot owned. The Class B membership shall forever cease and be converted to Class A membership on the happening of any of the following events, whichever occurs earlier:

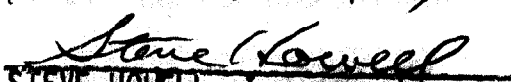
- (a) When the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or
- (b) The second anniversary of the original issuance of the most recently issued public report for a phase of the development; or
- (c) Four years following the date of the original issuance of the public report by the California Department of Real Estate for Phase 1 of the development (as defined in the Declaration of Record).

NINTH: Notwithstanding any of the 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.

IN WITNESS WHEREOF, the persons who are set to act in the capacity of incorporators have hereunto set their hands this 26 day of April, 1984.


CHARLES HERMANSEN, Incorporator


FRANK WOLSEY, Incorporator


STEVE HOWELL, Incorporator

STATE OF CALIFORNIA
COUNTY OF ORANGE

On this 26 day of April, 1986, before me, a Notary

Public in and for the State of California, personally appeared _____
CHARLES HERMANSEN, FRANK WOOLSEY, and STEVE HOWELL

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.

WITNESS MY HAND AND OFFICIAL SEAL



OFFICIAL SEAL
IVALEE LAWRENCE
Notary Public - California
ORANGE COUNTY

My Commission Expires June 12, 1987

Ivalee Lawrence
Notary Public in and for said County
and State