

# State of California

OFFICE OF THE SECRETARY OF STATE



I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

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

IN WITNESS WHEREOF, I execute  
this certificate and affix the Great  
Seal of the State of California this

30th 1976

*March Fong Eu*

Secretary of State



770847

ARTICLES OF INCORPORATION  
OF  
WINDING WAY COMMUNITY ASSOCIATION

ENDORSE  
FILED  
In the office of the Secretary of the State of California  
JUN 3 1976  
MARCH FONG EU, Secretary of  
Janet E. Jauregui  
Deputy

ARTICLE I

NAME

The name of the corporation (hereinafter called the "ASSOCIATION") is WINDING WAY COMMUNITY ASSOCIATION.

ARTICLE II

PRINCIPAL OFFICE

The county in the State of California where the principal office for the transaction of the business of the Association is located is County of Orange, State of California.

ARTICLE III

NONPROFIT LAWS

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

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence Lots and Common Area within that certain tract of property situated in the City of Brea, County of Orange, California, more particularly described as:

Tract 9187, a map of which was filed for record in the Office of the County Recorder of the County of Orange, California on April 26, 1976, in Book 374 of Maps, pages 19 through 20, inclusive.

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 Association for this purpose to:

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of the County Recorder, County of Orange, California, as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

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

(c) 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 Association;

(d) borrow money, and with the assent of two-thirds (2/3) of each class of members mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) dedicate, sell or transfer all or any part of the Common Area 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 two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

(g) 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 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.

## ARTICLE VI

### VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners, with the exception of the Declarant (as defined in the Declaration), and shall be entitled to one 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 vote be cast with respect to any Lot.

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

(a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership;

(b) two years from the date of the issuance of the most recent public report for a phase of the overall development; or

(c) on May 30, 1979.

## ARTICLE VII

### BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of nine (9) Directors, who need not be members of the Association. The number of Directors may be changed by amendment of the By-Laws of the Association. 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>
Lance A. Ito	7060 Hollywood Blvd., Los Angeles, CA
William A. Francis	7060 Hollywood Blvd., Los Angeles, CA
Bernard Krentzin	7060 Hollywood Blvd., Los Angeles, CA
Fran Brosnan	7060 Hollywood Blvd., Los Angeles, CA
Arleen Forrest	7060 Hollywood Blvd., Los Angeles, CA
Marcia J. Weindorf	7060 Hollywood Blvd., Los Angeles, CA
Lorraine Terrile	7060 Hollywood Blvd., Los Angeles, CA
Rose Longley	7060 Hollywood Blvd., Los Angeles, CA
Olive Barton	7060 Hollywood Blvd., Los Angeles, CA

ARTICLE VIII

DISSOLUTION

Upon dissolution, liquidation, or winding up of the Association, other than incident to a merger or consolidation, the assets of the Association shall be distributed to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such distribution is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization, organized and operated for such similar purposes.

ARTICLE IX

DURATION

The corporation shall exist perpetually.

ARTICLE X

AMENDMENTS

Amendment of these Articles shall require the assent of seventy-five percent (75%) of the entire membership.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of California, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this 7th day of May, 1976.

Lance A. Ito  
LANCE A. ITO

Bernard Krentzin  
BERNARD KRENTZIN

Arleen Forrest  
ARLEEN FORREST

Lorraine Terrile  
LORRAINE TERRILE

Olive Barton  
OLIVE BARTON

William A. Francis  
WILLIAM A. FRANCIS

Fran Brosnan  
FRAN BROSAN

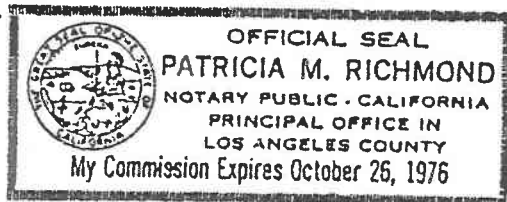
Marcia J. Weinbore  
MARCIA J. WEINBORE

Rose Longley  
ROSE LONGLEY

STATE OF CALIFORNIA    )  
                                  ) ss.  
COUNTY OF LOS ANGELES)

On May 7, 1976, before me, the undersigned, personally appeared LANCE A. ITO, BERNARD KRENTZIN, ARLEEN FORREST, LORRAINE TERRILE, OLIVE BARTON, WILLIAM A. FRANCIS, FRAN BROSNAN, MARCIA J. WEINDORF and ROSE LONGLEY, 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.



Patricia M. Richmond  
Notary Public in and for  
said County and State