



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 was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

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

MAR 30 1988



March Fong Eu

Secretary of State

1004010
ENDORSED
FILED
in the office of the Secretary of State
of the State of California

Articles of Incorporation
of
RORIPAUGH HILLS OWNERS ASSOCIATION

MAR 30 1968

MARCH FONG EG, Secretary of State

ARTICLE 1. NAME. The name of the corporation (hereinafter called the "Association") is RORIPAUGH HILLS OWNERS ASSOCIATION.

ARTICLE 2. AGENT FOR SERVICE OF PROCESS. The name of the Association's initial agent for service of process is J. MICHAEL ARMSTRONG. The address of its initial agent is 15373 Innovation Drive, Suite 300, San Diego, California 92128.

ARTICLE 3. PURPOSES OF THE ASSOCIATION. This corporation is a nonprofit mutual benefit corporation organized under the Nonprofit 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.

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific primary purposes for which it is formed are to provide for management, administration, maintenance, preservation, architectural control of the residential dwellings and Association Property contained in that certain tract of property situated in the County of Riverside, State of California, more particularly described as:

Lots 1 through 64, inclusive, of Tract Map No. 20703-1, in the County of Riverside, State of California, as per Map recorded in Book 177 of Maps, pages 72-76, in the office of the County Recorder of Riverside County.

and to promote the health, safety and welfare of all 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, all according to that certain Declaration of Covenants, Conditions and Restrictions for County of Riverside Tract No. 20703-1, hereinafter called the Declaration, to be recorded with respect to said property in the office of the Recorder of San Diego County. The Association may also exercise the powers granted to a nonprofit Mutual Benefit Corporation as enumerated in Section 7140 of the Corporation's Code. In addition, the Association may exercise the powers granted to an Association by Section 374 of the Code of Civil Procedure and the powers granted to the Association in the Davis-Stirling Common Interest Development Act (Civil Code Section 1350 et seq.).

ARTICLE 4. DISSOLUTION. This Association is intended to qualify as a Homeowners Association under the applicable provisions of the Internal Revenue Code and of the Revenue and Taxation Code of California. No part of the net earnings of this organization shall inure to the benefit of any private individual, except as expressly provided in those sections with respect to acquisition, construction, provision for management, maintenance, and care of the Association property, and other than by a rebate of excess membership dues, fees, or assessments. In the event of the dissolution, liquidation or winding-up of the Association, upon or after termination of the project in accordance with provisions of the Declaration, the assets and liabilities of the Association, shall be divided among and be distributed to the members in accordance with their respective rights therein.

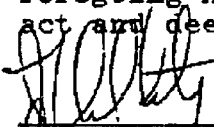
ARTICLE 5. AMENDMENTS. These Articles may be amended only upon the approval of a majority of the Board of Directors of the Association and by the affirmative vote in person or by proxy or written consent of members representing a majority of the voting power of the Association, which shall include a majority of the votes of members other than Declarant or where the two class voting structure is still in effect, as provided in the By-Laws, a majority of each class of membership.

IN WITNESS WHEREOF, for the purposes of forming this Corporation under the laws of the State of California, the undersigned has executed these Articles of Incorporation this 25th day of March 25, 1988.



J. MICHAEL ARMSTRONG
Incorporator

I hereby declare that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.



J. MICHAEL ARMSTRONG