

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

JUL - 6 1934



March Fong Eu

Secretary of State

ARTICLES OF INCORPORATION
OF
FOOTHILL KNOLLS OWNERS ASSOCIATION

ENDORSED
FILED
In the Office of the Secretary of State
of the State of California

JUL - 5 1984

MARCH FONG EU, Secretary of State
Carmelle M. Guy
Deputy

I

The name of the corporation created hereby is FOOTHILL
KNOLLS OWNERS ASSOCIATION.

II

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 the Nonprofit Mutual Benefit Corporation Law. More specifically, the corporation is organized and operated to:

(1) Provide for a homeowners association for the management, maintenance, preservation, architectural control and care of a residential development located in the City of Pleasanton, County of Alameda, State of California, more particularly described as:

Lots 1 through 23, inclusive and Parcels A, B, C, and D, inclusive, all of Tract No. 4768, filed in Map Book 140, Pages 54 through 56, inclusive, and Lots 1 through 58 inclusive, of Tract No. 5065 filed in Map Book 140, pages 57 through 60, inclusive, all of Alameda County Records, Alameda County, California.

and any additions thereto as may hereafter be brought within the jurisdiction of the corporation for this purpose.

(2) To promote the health, safety and welfare of the residents of the residential development.

(3) To exercise all of the powers and privileges and perform all of the duties and obligations of the corporation as

set forth in the Declaration of Covenants, Conditions and Restrictions recorded in the Office of the Recorder of Alameda County, California.

(4) Notwithstanding any of the above statements of purposes and powers, this corporation is not, except to an insubstantial degree, to engage in any activities that are not in furtherance of the specific purposes of this corporation.

III

The name and address in the State of California of this corporation's initial agent for service of process is Rhodes, Kendall & Bidna, 4299 MacArthur Boulevard, Suite 105, Newport Beach, California 92660, Attention: J. J. Scott Immel, Esq.

IV

The property of this corporation is irrevocably dedicated to provide for the management, maintenance and care of association property and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private individual.

V

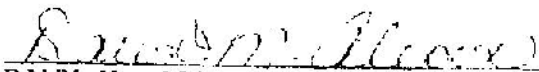
The corporation shall pay management in accordance with the provisions of its duly adopted Bylaws. The authorized number and qualification of members, the different classes of membership, the property, voting and other rights and privileges of members and their liability for dues and assessments and the method of collection thereof, are set forth in the Bylaws.

VI

Amendment of these Articles shall be by vote or written consent of at least a bare majority of the governing board and at

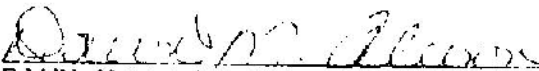
least members representing a bare majority of the voting power of each class of voting membership in existence at the time the amendment is considered. Upon cessation of two class voting, as provided in the Bylaws of the corporation, amendment of these Articles shall require the vote or written consent of at least a bare majority of the governing board and members representing at least a bare majority of the voting power of the corporation, and at least a bare majority of the votes of members other than Declarant (as defined in the Bylaws).

DATED: June 29, 1984.



DAWN M. ALESON, Incorporator

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



DAWN M. ALESON