

ARTICLES OF INCORPORATION

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P' O Box 24129
San Blew.. CA 92124-0129

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MAY 14 1984

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By JAMES E. HARRIS
Deputy

RESTATED

ARTICLES Or INCORVORATION

OF

VILLA ANTIGUA HOMEOWNERS ASSOCIATION

The undersigned herehy certify that they are, respectively, the President and Secretary of VILLA ANTIGUA HOMEOWNERS ASSOCIATION, and that the Board of Directors of the corporation, pursuant to Corporations Code 51019, as amended, authorized the undersigned to execute this officers' certificate by resolution duly adopted at a meeting hold at 5844 Menorca Drive, San Diego, California, on December 6 _____, 1981.

The undersigned certify that a meeting of the members of the corporation, duly he td at San Diego, California, on _____ December 6 1983, a vote was taken, and the wording of the Restated Articles of incorporation as herein stated was approved.

These Restated Articles of Incorporation were approved by over 7')E of the members of the corporation.

The undersigned further certify that the following is the entire text of the Articles of Incorporation of VILLA ANTIOJA HOMEOWNERS ASSOC IAI ION, _____ as amended, to the date of this certificate:
December 6 _____, 1983.

ARTICLE I. CORPORATE NAME

Section 1.1 The name of this corporation is VILLA ANTIGUA HOMEOWNERS ASSOCIATION.

ARTICLE II. PURPOSES

Section 2.1 This corporation is a Nonprofit Mutual Benefit Corporation organized under the Nonprofit Mutual Benefit Corporation Law. The purpose of this Association is to engage in any lawful act or activity for which a corporation may be organized under the Nonprofit Mutual Benefit Corporation Law of the State of California.

Section 2.2 The specific purpose of this corporation is to provide a Homeowners' Association to provide for the management, administration, maintenance, preservation, and architectural control of the planned unit development located in San Diego County, California, and otherwise act and be operated as a "Homeowners' Association" as defined in §5213 of the Internal Revenue Code of 1954, as amended, and in §217011 of the California Revenue Taxation Code, as amended.

Section 2.1 Notwithstanding any of the above statements or purposes, the Association shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of the Association.

ARTICLE III. ELECTION

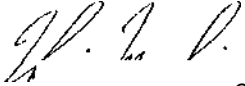
Section 3.1 This corporation elects to be governed by all the provisions of the Nonprofit Corporation Law effective January 1, 1980 not otherwise applicable to it under Part 5 thereof.

ARTICLE IV. AMENDMENT

Section 4.1 These Articles may be amended only by the affirmative vote (in person Or by proxy) or written consent of members representing a majority of the governing body of the Association and members representing seventy-five percent (75%) of the voting power of the Association.

Section 4.2 Notwithstanding the provisions of Section 4.1 above, the percentage of a quorum or of the voting power of the Association or of members other than the Declarant necessary to amend a specific ,clause or provision in the Articles or Bylaws shall not be less than the prescribed percentage of affirmative votes required for action to be taken under that provision.

Dated : ma 9, 1984



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TRAIHE M. SIMMONDS, President

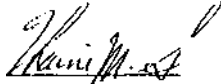
Dated: _____

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VERIFICATION

We declare under penalty of perjury that we are the duly elected and acting President and Secretary of VILLA ANTIGUA HOMEOWNERS ASSOCIATION, and that the foregoing is true and correct.

Executed on _____, 19.84, at San Diego, California.



Zs/4/1/1

Thaine M. Simonds, President

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n J. HOC4 k, Jr., Secre ary

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