



State
of
California
OFFICE OF THE SECRETARY OF STATE

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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

OCT 17 1983



March Fong E

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ENDORSED
FILED

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

OCT 17 1983

MANGH FONG EU, Secretary of State

Leslie Glend
Deputy

ARTICLES OF INCORPORATION

OF

LA JOLLA COLONY COMMUNITY ASSOCIATION

ARTICLE 1

The name of this Corporation ("Corporation" herein) is LA JOLLA COLONY COMMUNITY ASSOCIATION .

ARTICLE 2

This Corporation is a non-profit mutual benefit Corporation organized pursuant to the Non-Profit Mutual Benefit Corporation Law of the State of California. The purpose of this Corporation is to engage in any lawful act or activity for which a Corporation may be organized under such law. Notwithstanding the above, this Corporation 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 this Corporation.

ARTICLE 3

The specific and primary purposes are to provide for maintenance and preservation of the Community Common Area of the of the LA JOLLA COLONY COMMUNITY, and all structures and improvements thereon, located in the City of San Diego, County of San Diego, State of California (herein "Community"), and for the maintenance and preservation of Community standards for the health, welfare, benefit, and safety of the residents and Owners of the Community.

ARTICLE 4

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

01/060381

FRANK L. ASARO, ESQ.
ASARO & KEAGY
304 Kalmia Street
San Diego, CA 92101

ARTICLE 5

The Corporation may have two (2) classes of voting membership known as Class A Votes and Class B Votes. Class A Votes shall be held by those persons and entities entitled to membership, excluding the votes held or controlled by the Developer or Builder, and Class B Votes shall be held by the Developer or Builder. The authorized number and qualifications of Community Members of the Corporation, the property, voting, and other rights and privileges of Community Members, and their liability to dues and assessments, and the method of collecting thereof, shall be as set forth in the Declaration of Covenants, Conditions and Restrictions for the Community and the Community By-Laws for the Corporation.

ARTICLE 6

The affairs of this Corporation shall be managed by a Community Board of Directors composed of not less than three (3), nor more than seven (7) Community Directors, as provided in the Community Declaration and the Community By-Laws, who need not be Members of the Corporation.

ARTICLE 7

No part of the net earnings of the Corporation shall inure to the benefit of any private individual (except through acquiring, constructing, or providing management, maintenance, and care of property held by the Corporation or located in the Community, or through rebates of excess membership dues, fees, or assessments).

ARTICLE 8

These Articles of Incorporation may be amended at a regular or special meeting of the Community Members, and shall require the vote or written consent of the following:

(a) At least a bare majority of the members of the Community Board of Directors; and

(b) At least seventy-five percent (75%) of the Class A Votes; and

(c) At least seventy-five percent (75%) of the Class B Votes.

If a two (2) class voting structure is no longer in effect because of the conversion of Class B Votes to Class A Votes, the amendment to these Articles of Incorporation shall require the vote or written consent of the following:

(a) At least a bare majority of the members of the Community Board of Directors; and

(b) At least seventy-five percent (75%) of the voting power of the Association; and

(c) At least seventy-five percent (75%) of the votes of Community Members other than the Developer or Builder.

DATED: 8/26/83

Barbara Ann, Incorporator

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

Barbara Ann

DK: ART4(R)