

ARTICLES

STATE OF CALIFORNIA



OFFICE OF THE SECRETARY OF STATE

I, **EDMUND G. BROWN JR.**, 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

FEB 18 1972



Edmund G. Brown Jr.

Secretary of State

ENDORSED
FILEDIn the office of the Secretary of State
of the State of California

FEB 17 1972

ARTICLES OF INCORPORATION
OF
VILLA CANADA ASSOCIATION, INC.
A Nonprofit Corporation

EDWARD G. BRENNER, Jr., Secretary of State
By JAMES E. HARRIS
Deputy

ARTICLE I

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

ARTICLE II

NAME AND LOCATION

The name of the corporation is: VILLA CANADA
ASSOCIATION, INC., hereafter called the "Association". The
principal office of the Association is located at 615 South
Flower Street, in the City of Los Angeles, County of Los
Angeles, State of California.

ARTICLE III

SPECIFIC AND PRIMARY PURPOSES

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, preser-
vation and architectural control of the residential units,

within that certain real estate project known as the VILLA CANADA PROJECT, described as Los Angeles County Tract 27548, and to promote the health, safety and welfare of the residents within the above-described project.

ARTICLE IV

ADDITIONAL PURPOSES AND POWERS

In addition to the primary purpose, the Association shall have the following general purposes and powers:

- (a) To do any and all lawful things which may be advisable, proper, authorized or permitted to be done by the Association under and by virtue of any condition, covenant, restriction, reservation, charge, assessment or declaration of restrictions affecting the property, or any part thereof;
- (b) To fix, levy, collect and enforce payment of by any lawful means, all charges or assessments levied pursuant to the terms of any declaration of restrictions affecting the property, or any part thereof; 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) To acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey,

by a person who is already a member of the Association until such lot is conveyed to a person who is not a member of the Association; and if a person who is already a member of the Association acquires any other lot or lots as to which a membership is outstanding, such membership shall be cancelled until the lot is conveyed to a person who is not then a member, at which time it shall be reissued.

ARTICLE VI

VOTING RIGHTS

The Association shall have one class of voting membership. Each member (including the developer of the project) shall be entitled to one vote for each lot owned by such member. In the event any lot is owned by two or more persons, whether by joint tenancy, tenancy in common, or otherwise, the membership appurtenant to such lot shall be joint and the owners thereof shall designate from time to time to the Association in writing one of their number who shall have the power to vote said membership.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of three (3) 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:

Leo G. Ebben	615 So. Flower St., Suite 1004 Los Angeles, California 90017
J. G. Scougall	615 So. Flower St., Suite 1004 Los Angeles, California 90017
Mollyann Trobaugh	615 So. Flower St., Suite 1004 Los Angeles, California 90017

ARTICLE VIII

DURATION

The Association shall exist perpetually.

ARTICLE IX

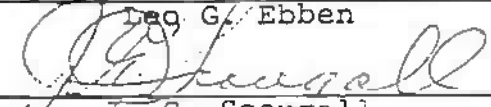
AMENDMENTS

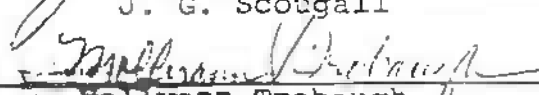
Amendments of these Articles shall require the assent of 75% of the voting power of the entire membership.

38-39

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of California, we, the undersigned, constituting the incorporators and first Directors of this Association, have executed these Articles of Incorporation this 29th day of November, 1971.



Leo G. Ebben


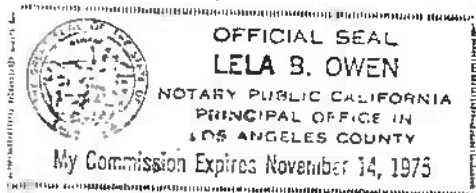
J. G. Scougall


Mollyann Trobaugh

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

On this 14th day of February, 1972,
before me, the undersigned, a Notary Public in and for said
County and State, personally appeared LEO G. EBBEN, J. G.
SCOUGALL and MOLLYANN TROBAUGH, known to me to be the persons
whose names are subscribed to the within instrument and
acknowledged that they executed the same.

WITNESS my hand and official seal.



L. B. Owen
Notary Public in and for said
County and State