

STATE OF CALIFORNIA

OFFICE OF THE SECRETARY OF STATE

I, FRANK M. JORDAN, Secretary of State of the State of California, hereby certify:

That I have compared the annexed transcript with the RECORD on file in my office, of which it purports to be a copy, and that the same is a full, true and correct copy thereof.

IN WITNESS WHEREOF, I hereunto set my hand and affix the Great Seal of the State of California this 7th day of July, 1949.

(SEAL)

Frank M. Jordan
Secretary of State

By Chas. J. Hagerty
Deputy

ENDORSED FILED
in the office of the Secretary of State
of the State of California
July 7 1949

FRANK M. JORDAN, Secretary of State
By Robert V. Jordan
Assistant Secretary of State.

ARTICLE OF INCORPORATION

of

FLY-IN ACRES HOMES ASSOCIATION

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a non-profit corporation under the laws of State of California, and we do hereby certify:

First: That the name of this corporation is: FLY-IN ACRES HOMES ASSOCIATION.

Second: That this corporation is a corporation which does not contemplate pecuniary gain or profit to the members thereof, and that the purposes for which it is formed are:

(a) To improve, beautify, provide for, and maintain, as hereinafter specified, the following-described real property situate in the County of Calaveras, State of California, described as follows:

Parcel No. 1: All of the real property shown on that certain map entitled "Lakeside Terrace", filed in the office of the County Recorder of the County of Calaveras, State of California, on the 24th day of June, 1949, in Map Book No. 2.

Parcel No. 2: All of that real property shown on that certain record of survey entitled "Fly-In Acres Subdivision No. 1", filed in the office of the County Recorder, of the County of Calaveras, State of California, on the 28th day of June, 1948, in Book of Record of Surveys No. 1, pages No. 10, 11, 12, 13, and 14.

Parcel No. 3: All of the real property shown on that certain record of survey entitled "Fly-In Acres Subdivision No. 2", filed in the office of the County Recorder of the County of Calaveras, State of California, on the 13th day of April, 1948, in Book of Record of Surveys No. 1, pages No. 2, 3, 4, and 5.

Together with any and all other real property which may hereafter be placed under or submitted to the jurisdiction of this corporation, and be accepted as within the jurisdiction of this corporation by resolution of the Board of Directors thereof (which real property hereinabove specifically described, together with the property which may hereafter be brought within the jurisdiction of this corporation as above provided, is referred to as "said property").

(b). To erect, construct, improve, operate, and maintain pools, ponds, or lakes for swimming, wading, or boating or other recreational areas for the benefit of the owners of land within said property.

(c) To improve, light, provide for, beautify, and maintain streets, parks, and other open spaces, including all grass plots, park strips, other planted areas, and trees and shrubs within the lines of streets in and bordering upon said property, for the general use of the owners of land within said property, but only until such time as such costs are adequately provided by public authority.

(d) To sweep, clean, and sprinkle the streets within and bordering upon and adjacent to said property; to collect and dispose of street sweepings, garbage, rubbish, and the like from said property; to provide for community police and fire protection of said property; and to construct, maintain, and keep in repair fire hydrants and mains, sewers, and any sewage disposal systems, but only until such time as such costs are adequately provided for by public authority.

(e) To erect, construct, light, improve, and maintain entrance gateways, ornamental fences, fountains and other ornamental features for the benefit of owners of land within said property; to care for vacant, unimproved, or unkempt lots in said property, remove and destroy grass, weeds, and rodents therefrom, and remove, obviate, or correct any unsightly or obnoxious thing therefrom, and to do any other thing or perform any labor necessary or desirable in the judgment of this corporation to keep the property, and the land contiguous and adjacent thereto, neat and in good order.

(f). To enforce charges, restrictions, covenants, and covenants existing upon and created for the benefit of said property over which this corporation has jurisdiction; to pay all expenses incidental thereto; to enforce the decisions and rulings of this corporation having jurisdiction over any of said property; to pay all of the expenses in connection therewith; and to reimburse any owner of land within said property for all costs and expenses incurred or paid by him in connection with the enforcement, or attempted enforcement, of any of the conditions, covenants, restrictions, charges, assessments, or terms set forth in any such declaration.

(g). To do any and all lawful things or acts which this corporation at any time, and from time to time, shall, in its uncontrolled discretion, deem to be to the best interests of said property or of the owners of land therein, and to pay all costs and expenses in connection therewith.

(h). To pay the taxes and assessments, if any, which may be levied by any governmental authority upon streets or parks in said property, or any other open space maintained, or lands used or acquired, for general use of the owners of land within said property, including taxes and assessments, if any, which may be levied by any governmental authority on entrance gateways, ornamental fences, fountains, lakes, pools, ponds, and other ornamental or recreational features, whether taxed or assessed as a part thereof, or separately, and on any property of this corporation, or which may be held in trust for this corporation.

(i). To acquire by gift, purchase, lease, or otherwise, to own, hold, enjoy, lease, operate, maintain, and to convey, sell, lease, transfer, mortgage, deed in trust, or otherwise encumber, to dedicate for public use, or otherwise dispose of, real or personal property in connection with the business of this corporation.

(j.) To borrow money; to mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred, and to do any and all things that a corporation organized under the laws of the State of California relating to non-profit corporations may legally do, and generally to do and perform any and all other acts which may be either necessary for, or proper or incidental to, the exercise of any of the foregoing powers, and to exercise such powers as are granted by the provisions of the laws of the State of California to non-profit corporations.

(k). To do or perform any and all acts which may be either necessary for or appropriate or incidental to the promotion or protection of the peace, health, comfort, safety, or general welfare of the owners of land within said property or residents thereon.

Third: That the county in this state where the principal office for the transaction of the business of this corporation is to be located is the County of Calaveras, State of California.

Fourth:

(a) That the number of directors of this corporation shall be five.

(b). That the names and addresses of the persons who are to act in the capacity of directors until the selection and qualification of their successors are as follows:

Name:	Address:
Frank V. Mayo	1024 W. Flora St., Stockton, Calif.
Clara Ann Mayo	1024 W. Flora St., Stockton, Calif.
Henry T. Bailey	Box 106, Arnold, California
Frances Bailey	Box 106, Arnold, California
Oscar C. Bailey	Box 106, Arnold, California

That the number of directors, as hereinbefore set forth, may be changed by a by-law duly adopted by the shareholders.

Fifth: That the authorized number and qualifications of the members of this corporation, the different classes of membership, if any, the property, voting, and other rights and privileges of each class of membership and the liability of each and all classes to dues and the method of collection thereof, shall be as set forth in the by-laws of this corporation.

Sixth: The directors of this corporation are hereby granted the power and authority to levy and collect from time to time, as in their discretion they may deem advisable, assessments upon all of the members of this corporation, and shall have and enjoy all of the rights and privileges with reference to such assessments as are fixed, provided and established by law in respect to corporations the directors of which have such power of assessment; each lot, as now or hereafter existing, of land in said property shall be subject to an annual charge or assessment; the determination of the assessment or charge and the proration thereof among the landowners in said property shall be made by the board of directors of this corporation and shall be final and conclusive on all parties; said annual charge or assessment shall be determined and fixed by the board of directors of this corporation during November or December of each year for the ensuing calendar year, as the needs of said property may, in the judgment of the board of directors, require; such charges or assessments shall be paid annually in advance to the corporation, by each owner of land within said property, at such place as the board of directors of the corporation may designate, on the second day of January of each and every year, on which date such charges or assessments for the ensuing calendar year shall become a lien upon the lot or lots, respectively, affected thereby, and shall continue until fully paid. If any suit or action shall be brought to collect such charge or assessment, then there shall be added to the amount thereof costs of suit and reasonable attorneys' fees, to be fixed by the court. The purchasers of portions of said property by the acceptance of deeds therefor, whether from FLY-IN LODGES, INC, or subsequent owners of such property or by signing contracts or agreements to purchase the same, shall become personally obligated, and agree to pay such charges or assessments upon the portion, or portions, of said property owned by them, or agree to be purchased by them, costs of suit, and reasonable attorneys' fees as above provided, and shall thereby vest in this corporation, or its assigns, the right and power to bring all actions for the collection of such charges or assessments, costs of suit, and attorneys'

fees, and for the enforcement of such liens. Such right and power shall continue in this corporation, and its assigns, and such obligations shall run with the land so that the successive owner, or owners, of record of any portion of said property, and the purchaser, or purchasers under any contract or agreement for the purchase thereof, shall in turn become liable to pay all such charges or assessments which shall become a lien thereon during the time that they may be the owner or purchaser of any portion of said property, or which were a lien against such portion at the time they became the owner or purchaser of such portion, costs of suit, and reasonable attorneys' fees as above provided. After an owner or purchaser under a contract or agreement of purchase of any portion of said property shall transfer of record the real property owned by him, or assign his right under a contract or agreement of purchase, he shall not be liable for any charges or assessments thereafter to accrue against such portion of said property. Said charges or assessments and the lien thereof shall be subordinate to the lien of any recorded mortgage or deed of trust in good faith and for value at any time executed covering any portion of said real property, provided that upon foreclosure sale or trustee sale under any such mortgage or deed of trust, the property therein described shall be sold subject to the charges or assessments imposed by this Article, and the lien thereof, and the purchaser at such foreclosure sale or trustee sale shall take title subject to such lien.

Seventh: Any sale, lease, conveyance, exchange, transfer, or other disposition of all or substantially all of the property and assets of this corporation, made in accordance with the laws of the State of California, shall, provided that the principal terms of the transaction are approved by the vote or written consent of a majority of the members of this corporation, also be effective to dispose of any and all right, title, and interest of all of the members of this corporation in and to such assets covered by such transfer. Any consideration received by the corporation for such assets, and any other property remaining after payment of debts, shall be distributed to the members in amounts proportionate to the total of the taxes last levied against each such member's lot or other portion of the real property in Lakeside Terrace, Fly-In Acres Subdivision No. 1, and Fly-In Acres Subdivision No. 2, hereinabove specifically referred to in Article Second hereof (exclusive of the house and other improvements thereon) by public authority for County, State, school, and all other legal purposes. Upon such distribution all membership in the corporation and all rights pertaining to or incident to such membership shall cease and terminate.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of California, we, the undersigned, constituting the incorporators of this corporation, including the persons hereinabove named as the first directors of this corporation, have executed these Articles of Incorporation this 28th day of June, 1949.

Frank V. Mayo

Clara Ann Mayo

Henry T. Bailey

Frances Bailey

Oscar C. Bailey

STATE OF CALIFORNIA)
COUNTY OF SAN JOAQUIN) SS.

On this 28th day of June, 1949, before me, LEON E. WARMKE, a Notary Public in and for the County of San Joaquin, State of California, residing therein, duly commissioned and sworn, personally appeared FRANK V. MAYO, CLARA ANN MAYO, HENRY T. BAILEY, FRANCES BAILEY, and OSCAR C. BAILEY, known to me to be the persons described in and whose names are subscribed to the within and foregoing instrument, and they duly acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the

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day and year in this certificate first above written.

LEON E. WARMKE (Seal)

Notary Public in and for the County of San
Joaquin, State of California.

-1030-

Recorded at the Request of Leon E. Warmke July 9 1949 at 57 minutes past 11 o'clock
A.M. in Book 56 of Official Records, page 134 et seq., Calaveras County Records.

John Squellati Recorder

Fee \$4.25

COMPARED