

ARTICLES OF INCORPORATION
OF
GOLD RIDGE FOREST PROPERTY OWNERS ASSOCIATION

We, the undersigned, do hereby associate ourselves together for the purpose of forming a non-profit corporation, pursuant to the General Non-Profit Corporation Law, and for that purpose do hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation:

GOLD RIDGE FOREST PROPERTY OWNERS ASSOCIATION

ARTICLE II

The specific and primary purposes for which this corporation is formed are to provide for the management, maintenance and preservation of the property and every part thereof, and the improvements thereon over which this corporation has jurisdiction, for the benefit of the owners thereof, for their pleasure, recreation and other non-profit purposes, and in furtherance of the foregoing purposes to do any and all things which may be authorized, required or permitted to be done by this corporation under and by virtue of any Declaration of Covenants, Conditions and Restrictions affecting the property which is subject to the jurisdiction of this corporation, and to do and perform all acts which may be necessary or proper for or incidental to the exercise of any of the express powers of this corporation, for the peace, health, comfort, safety or general welfare of the owners and occupants of property subject to the jurisdiction of this corporation.

ARTICLE III

In addition and incidental to the specific and primary purposes for which this corporation is formed, this corporation may carry on any other lawful activity or do anything whatsoever which the corporation may deem proper or convenient or capable of being carried on, in connection with the foregoing or otherwise, or which may be calculated directly or indirectly to promote the interests of the corporation or of the property over which it has jurisdiction; and to have, enjoy and exercise all rights, powers and privileges which are now or which may hereafter be conferred upon non-profit corporations by the laws of California, including the right to do any and all of the things hereinbefore set forth, as principal and as agent, to the same extent as natural persons might or could do.

ARTICLE IV

"Property over which this corporation has jurisdiction" and "property subject to the jurisdiction of this corporation", as the foregoing terms are used in these Articles, are and refer to that certain real property, or any part or parts or portion or portions there, or interest or estate therein, in the County of El Dorado, State of California, more particularly described as follows:

- (a) Lots 1 through 245 inclusive and Lots C-1 through C-11 inclusive, all shown on that Subdivision Map entitled "GOLD RIDGE FOREST SUBDIVISION UNIT NO. 1, filed in the Office of the Recorder of the County of El Dorado, State of California on the 8th day of April, 1969, Book E of Maps at page 29.
- (b) Lots 1 through 224 inclusive and Lots C-5 and C-9 through C-19 inclusive, all as shown on that Subdivision Map entitled GOLD RIDGE FOREST SUBDIVISION UNIT NO. 2, filed in the County of El Dorado, State of California; on the 23rd day of December, 1969 Book E of Maps at page 51.
- (c) Lots 1 through 158 inclusive and Lots C-16 through C-20 inclusive, all as shown on that Subdivision Map entitled GOLD RIDGE FOREST SUBDIVISION UNIT NO. 3, filed in the Office of the Recorder of the County of El Dorado, State of California; on the 14th day of October, 1971 Book E of Maps, page 105.
- (d) The Gold Ridge Forest Recreational Area, being that real property conveyed by Western Title Insurance Company to Gold Ridge Forest Property Owners Associations by Deed dated October 15, 1974 and recorded October 16, 1974 in Book 1290 at page 448, Official Records of the County of El Dorado, State of California.

ARTICLE V

The principal office for the transaction of the business of this corporation is located in the County of El Dorado, State of California.

ARTICLE VI

The number of Directors of the corporation shall be five, which number shall constitute the authorized number of Directors until changed by amendment of these Articles, or by a By-Law adopted by the members of this corporation; and the names and addresses of the persons who are appointed to act as the first Directors of the this corporation are as follows:

C. T. Gray
2740 Hyde Street
San Francisco, California

J. A. DeMaria
2740 Hyde Street
San Francisco, California

S. L. DeMaria
Arnold, California

ARTICLE VII

Subject to the right of members to adopt, amend or repeal, By-Laws other than a By-Law changing the authorized number of Directors may be adopted, amended or repealed by the Board of Directors.

ARTICLE VIII

The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred upon members hereof are granted subject to this reservation.

ARTICLE IX

This corporation shall have one class of members whose rights and interests shall be equal and identical, except only as to voting rights as hereinafter provided. Each person including American Forest Properties, Inc. who is shown by a duly acknowledged instrument recorded in the Office of the Recorder of El Dorado County, State of California, to be the owner of a fee interest in one or more unit ownerships (as defined in the Declaration of Covenants, Conditions and Restrictions affecting the property subject to the jurisdiction of this corporation) shall have a membership in this corporation, provided and excepting that:

(a) Notwithstanding that more than one person may be shown of record to be the owner of one unit ownership jointly or in common with others, only one of such joint or common owners shall be a member. With regard to any unit ownership held by a husband and wife in joint tenancy or as tenants in common, the husband shall be deemed to be the member, and shall remain such until both such husband and wife shall advise the corporation in writing that the wife shall be the member, whereupon the wife shall be deemed to be the member. With regard to any unit ownership held by more than one person (other than a husband and wife) as joint tenants in common, the member shall be the one of such designated by all such tenants, and until this corporation receives such advice in writing from all such tenants, the member shall be the one of such joint tenants or tenants in common who shall be designated by the Board of Directors.

(b) Membership shall subsist and continue only so long as such unit ownership is shown of record to be the unit ownership of the member. Membership in this corporation shall not terminate upon the death of the member. Membership in this corporation shall not terminate upon the death of a member but all of the rights of such member shall be vested in the personal representative of such deceased member; provided, however, that if the unit ownership was held jointly or in common with another or others who survive such member, then upon death of such deceased member the membership of such member shall terminate, and such other or one of such other joint or common owners shall become the member.

(c) Notwithstanding that this corporation may own any such unit ownership as would otherwise entitle this corporation to be a member; this corporation shall not be a member.

ARTICLE X

The voting rights of this corporation shall be vested in the members hereof. Each member shall be entitled to one vote for each unit ownership of which he is shown by an instrument recorded in the Office of the County Recorder of El Dorado County, California, to be the owner and, in the case of unit ownership shown of record to be owned jointly or in common by more than one person for each unit ownership, in regard to which he is or is deemed to be the member according the provisions of Article IX hereof.

ARTICLE XI

This corporation shall have no capital stock and is not formed for profit. It is a corporation which does not contemplate the distribution of accumulations, gains, profits, or dividends to the members thereof, and is a corporation no part of the accumulations, gains or profits of which shall be paid or inure to the benefit of any private person, member or individual. No part of the activities of this corporation shall consist of the carrying on of proposals or otherwise to influence legislation.

ARTICLE XIII

All of the assets and property of this corporation are irrevocably dedicated to community and civic welfare and interest, and upon the liquidation, dissolution or abandonment of this corporation none of its assets or property shall inure to the benefit of any private person, but shall be distributed to a fund or funds, foundation or foundations, or corporation or corporations organized and operated for the purpose of aiding and developing community and civic welfare and interest within the limits of the County of El Dorado, State of California, or within such limits and elsewhere; provided, however, that in the absence of a specific designation or designations by the person or persons or board having authority so to do, then the same shall be distributed to the County of El Dorado, State of California, for park and recreational purposes.

ARTICLE XIII

These Articles may be amended only by the vote of written consent of members holding a 75% majority of the voting power of the corporation.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 15th day of November, 1971.

C. T. Gray

[Signature]

[Signature]

STATE OF CALIFORNIA,
City and County of San Francisco } sr.

On this 15th day of November in the year one thousand nine hundred and seventy-one before me, Richard L. Ocheltree, a Notary Public, State of California, duly commissioned and sworn, personally appeared C. T. Gray, J. A. DeMaria and Stephen L. DeMaria

known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my official seal in the City and County of San Francisco the day and year in this certificate first above written.

Richard L. Ocheltree

Richard L. Ocheltree, Notary Public, State of California.

My Commission Expires November 9, 1973

