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(Corporation)

(11)

STATE OF CALIFORNIA }
COUNTY OF San Diego } SS.

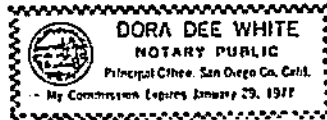
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On March 29, 1973 before me, the undersigned, a Notary Public in and for said State, personally appeared Stan Coates

known to me to be the Vice President and Glenn E. Muryon known to me to be the Asst. Vice President of the corporation that executed the within instrument on behalf of the corporation therein named, and acknowledged to me that such corporation executed the within instrument pursuant to its by-laws or a resolution of its board of directors.

WITNESS my hand and official seal.
Signature: [Handwritten Signature]

Name (Typed or Printed)



(This area for official notarial seal)

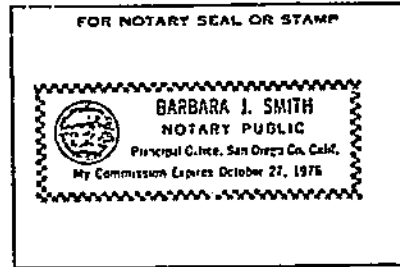
STATE OF CALIFORNIA }
COUNTY OF San Diego } SS.

On March 29, 1973 before me, the undersigned, a Notary Public in and for said County and State, personally appeared Nancy L. McMillin, Jr. known to me to be the President, and Edward G. Albee known to me to be

Treasurer Secretary of the corporation that executed the within instrument on behalf of the corporation therein named, and acknowledged to me that such corporation executed the within instrument pursuant to its by-laws or a resolution of its board of directors.

Signature: [Handwritten Signature]

Name (Typed or Printed)
Notary Public in and for said County and State



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When Recorded Mail To: X Space Below for Recorder's Use
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MAIL TAX STATEMENTS TO GRANTEE AT ADDRESS ABOVE

DOCUMENTARY TRANSFER TAX \$ _____ () COMPUTED ON FULL VALUE OF PROPERTY CONVEYED, OR () COMPUTED ON FULL VALUE LESS LIENS AND ENCUMBRANCES REMAINING THEREON AT TIME OF SALE.

Signature of declarant or agent determining tax - Firm name _____
 Property tax assessment parcel number _____

GRANT DEED
 (Planned Residential Development)

ARTICLE I

McMILLIN CONSTRUCTION CO., INC., a California corporation (hereinafter called "Grantor"), for valuable consideration, receipt of which is hereby acknowledged, DOES HEREBY GRANT TO

(hereinafter called "Grantee), that certain property located in the County of San Diego, State of California, described as follows:

PARCEL 1:

Residence Lot No. _____ as shown on that certain Subdivision Map entitled "McMillin's Bonita Highlands Unit No. 1, hereinafter referred to as " the Map", filed in the Office of the Recorder of the County of San Diego, State of California, on the 27th day of February, 1973, according to Map No. 7563, document number _____.

Excepting and reserving therefrom nonexclusive easements appurtenant to the Common Area and the other Residence lots to place and maintain utilities for providing water, electricity, , gas, television cable, telephone, sewerage and other utilities services for single-family residence use.

Further excepting and reserving therefrom a non-exclusive easement appurtenant to the Common Area and other Residence Lots for equestrian trails and facilities and pedestrian traffic, a cross the Westerly Fifteen (15) feet of the above referenced lot, Provided always that said referenced lot shall be either Lot 1 or Lot 2 only.

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Parcel 3:

An appurtenant membership in the McMillin's Bonita Highlands Unit No. 1 Home Owner's Association, a California corporation, which Corporation holds title to the Common Area, as shown on the Map. Said membership entitles the Grantee to the nonexclusive use of the Common Area and the riding trails and which corporation holds title to certain easements for equestrian riding trails and pedestrian traffic.

ARTICLE II

This deed and all of the grants made herein are made and accepted subject to all of the provisions contained in that certain document entitled "Declaration of Covenants, Conditions and Restrictions" executed by Grantor on _____, and recorded _____ as Document File/Page No. _____ in the Office of the County Recorder of San Diego County, and all of the covenants, conditions and restrictions contained in such Declaration are hereby incorporated by this reference with the same effect as though fully set forth herein; and also subject to the lien of real property taxes and assessments not yet delinquent; and also subject to all covenants, conditions, easements and restrictions, and liens of record.

IN WITNESS WHEREOF, the undersigned has executed the within deed this ____ day of _____, 1973.

ACCEPTED:

McMILLIN CONSTRUCTION CO., INC.,
a California corporation

By _____
President

By _____
Secretary

STATE OF CALIFORNIA)
) ss.
COUNTY OF SAN DIEGO)

On _____, before me, the undersigned, a Notary Public in and for said State, personally appeared _____ known to me to be the _____ President, and _____ known to me to be the _____ Secretary of the corporation that executed the within instrument, and known to me to be the persons who executed the within instrument on behalf of the corporation therein named, and acknowledged to me that such corporation executed the within instrument pursuant to its by-laws or a resolution of its board of directors.

WITNESS MY HAND AND OFFICIAL SEAL:

Notary Public in and for said
County and State.

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ARTICLES OF INCORPORATIONOF

McMillin's Bonita Highlands Unit No. 1

HOME OWNERS' ASSOCIATION

KNOW ALL MEN BY THESE PRESENTS THAT:

We, the undersigned, all of whom are residents of the State of California, have this day voluntarily associated ourselves together for the purpose of forming a nonprofit corporation under the General Nonprofit Corporation Law of the State of California, pursuant to the provisions of Title 1, Division 2, Part 1 of the Corporations Code of the State of California (Section 9000 et seq), and we do hereby certify:

FIRST: The name of this corporation is McMILLIN'S Bonita Highlands UNIT NO. 1 HOME OWNERS' ASSOCIATION.

SECOND: The purposes for which this corporation is formed are:

(a) The specific and primary purposes for which this corporation is formed are:

(i) to own portions of and to provide management, maintenance, preservations, operation and control of the real property, together with the improvements and facilities from time to time constructed thereon, situated in the County of San Diego, State of California, and more particularly described as follows:

(ii) to exercise all of the powers and privileges and perform all of the duties and obligations of the corporation and its Board as set forth in that certain Declaration of Covenants, Conditions and Restrictions (hereinafter called "Restrictions") applicable to the

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real property described herein as the same may be amended from time to time as therein provided, such Restrictions being incorporated herein as though fully set forth at length.

(b) The general purposes for which this corporation is formed are not for pecuniary gain or profit, but:

- (1) To receive property by gift, devise or bequest, subject to the laws regulating the transfer of property by will, and to otherwise acquire and hold all property, real or personal, and to transfer, convey, lease or otherwise dispose of such real and personal property, and to distribute gifts of property of all kinds.
- (2) To hold, invest, reinvest, manage and dispose of such property or the income therefrom in any manner not contrary to the laws of the State of California governing corporations organized pursuant to the General Nonprofit Corporation Law.
- (3) To make and perform contracts of every kind for any lawful purpose without limit as to amount, with any person, firm, association, corporation, municipality, state, government, or municipal or political subdivision.
- (4) To have and exercise all powers conferred by or permissible under the laws of the State of California, as such law is now in effect or may at any time hereafter be amended.
- (5) To do all acts and things in this State or anywhere in the world, either as principal, agent or partner, which may be reasonably necessary, proper or convenient for the lawful accomplishment of the general and specific purposes hereinbefore specified, or any purpose, whether or not herein mentioned and constituting a lawful activity for this corporation.

The foregoing statement of purposes shall be construed as a statement both of purposes and of powers, and purposes and powers in each clause shall be in no wise limited or restricted by reference to or inference from the terms or provisions of any clause, but shall be broadly construed as independent purposes and powers; provided, however, notwithstanding the foregoing, 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. This corporation is organized and operated exclusively for the purposes of maintenance and preservation of the above described property, every part thereof and the improvements thereon for the benefit of the owners thereof, for their pleasure, recreation and other nonprofit purposes and no part of any net earnings, if any, shall inure to the benefit of any individual members.

THIRD: This corporation is organized pursuant to the General Nonprofit Corporation Law of the State of California and does not contemplate pecuniary gain or profit to the members thereof and it is organized for nonprofit purposes.

FOURTH: The county in the State of California in which the principal office for the transaction of business of this corporation is located is the County of San Diego.

FIFTH: The powers of the corporation shall be exercised, its property controlled, and the general management of the affairs of this corporation conducted by the Board of Directors. The number of directors of this corporation shall be five (5) and the names and residences of the persons who are appointed to act as the first directors of this corporation until the selection of their successors are:

SIXTH: This corporation shall have no shares of stock.

SEVENTH: The authorized number and qualifications of members of this corporation, the different classes of membership, if any, the property, voting and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be as set forth in the Bylaws.

EIGHTH: Neither the Directors nor the members of this corporation shall be personally liable for the debts, liabilities, or obligations of the corporation.

IN WITNESS WHEREOF, we, the undersigned, constituting the incorporators of this corporation, including the persons named hereinabove as the first directors of this corporation, have executed these Articles of Incorporation this ___ day of _____, 1972.

STATE OF CALIFORNIA)
) ss.
COUNTY OF SAN DIEGO)

On _____, before me, the undersigned, a Notary Public in and for said State, personally appeared

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.

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NOTARY PUBLIC