

**RESTATED**  
**ARTICLES OF INCORPORATION**  
**OF**  
**MERRY MOUNTAIN OWNERS' ASSOCIATION, INC.**

**A.** The undersigned certify that they are the president and the secretary, respectively, of MERRY MOUNTAIN OWNERS' ASSOCIATION, INC., a California nonprofit mutual benefit corporation.

**B.** The Articles of Incorporation of this corporation are restated and amended to read as follows:

**1.** The name of this corporation is MERRY MOUNTAIN OWNERS' ASSOCIATION, INC.

**2.** The front street and nearest cross street of the development is La Porte Road and Merry Way in Clipper Mills, Butte County, California.

**3.** This corporation is a nonprofit mutual benefit corporation organized under the nonprofit mutual benefit corporation law. The purpose of this corporation is to engage in any lawful act or activity, other than credit union business, for which a corporation may be organized under such law.

**4.** The specific purpose of this corporation is to (a) ensure the maintenance, protection, preservation, and architectural control of the development; (b) provide for the management, administration, and operation of the development and the business and affairs of the corporation; (c) promote the health, safety, welfare, and interests of members; and (d) take such action as the board of directors shall be necessary or proper or incidental to the foregoing purposes of the corporation.

**5.** Notwithstanding any of the above statements of purposes and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the specific purpose of this corporation.

**6.** This corporation is an association formed to manage a common interest development under the Davis-Stirling Common Interest Development Act, see Civil Code section 4000 *et seq.*

**7.** This association is intended to qualify as a homeowners association under the applicable provisions of the Internal Revenue Code and of the Revenue and Taxation Code of California. No part of the net earnings of this organization shall inure to the benefit of any private individual, except as expressly provided in those sections with respect to the acquisition, construction, or provision for management, maintenance, and care of its property, and other than by a rebate of excess membership dues, fees, or assessments. So long as there is any unit, lot, parcel, or area in the property for which the association is obligated to provide management, maintenance, preservation, or control, the association shall not transfer all or substantially all of its assets or file a certificate of dissolution without the approval of one hundred percent (100%) of the members. In the event of the dissolution, liquidation, or winding-up of the association, upon or after termination of the project, in accordance with provisions of the governing documents, its assets remaining after payment, or provision for payment, of all debts and liabilities of the

association, shall be divided among and distributed to the members in accordance with their respective rights therein.

**8.** Any amendments to these restated articles of incorporation shall require approval by the affirmative vote or written consent of a majority of members of the corporation and a majority of the board of directors.

**C.** The foregoing restated articles of incorporation have been approved by the board of directors.

**D.** The foregoing restated articles of incorporation have been approved by the members.

**E.** We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: \_\_\_\_\_, 20\_\_

\_\_\_\_\_  
\_\_\_\_\_, President

\_\_\_\_\_  
\_\_\_\_\_, Secretary