

State
of
California

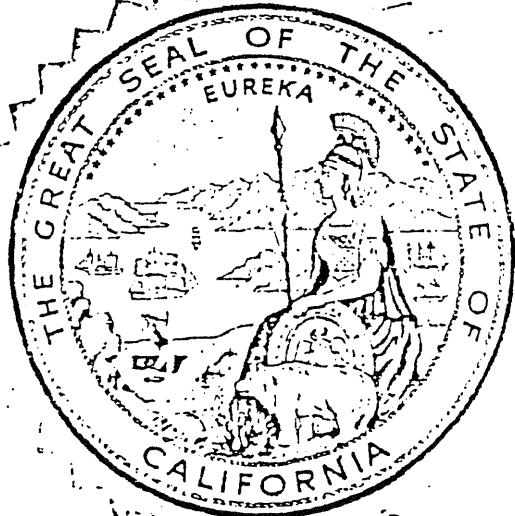
OFFICE OF THE SECRETARY OF STATE

I, *MARCH FONG EU*, 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

SEP 10 1982



March Fong Eu

Secretary of State

ARTICLES OF INCORPORATION
OF
SEAGATE VILLAGE COMMUNITY ASSOCIATION

ARTICLE 1. NAME. The name of the corporation (hereinafter called the "Association") is SEAGATE VILLAGE COMMUNITY ASSOCIATION.

ARTICLE 2. AGENT FOR SERVICE OF PROCESS. The name of the Association's initial agent for service of process is GEORGE SZABO. The address of its initial agent is 3615 Kearney Village Road, Suite 101, San Diego, California, 92133.

ARTICLE 3. PURPOSES OF THE ASSOCIATION. 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 for which a corporation may be organized under such law.

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific primary purpose for which it is formed are to provide for management, administration, maintenance, preservation, architectural control of the residence units and common areas within that certain tract of property situated in the County of San Diego, State of California, more particularly described as:

Tract 3625-1 as per map No. 9082 filed January 10, 1979, in the Office of the County Recorder of San Diego County.

and to promote the health, safety and welfare of the residents within the above described property and any additions thereto as may hereafter be brought within the

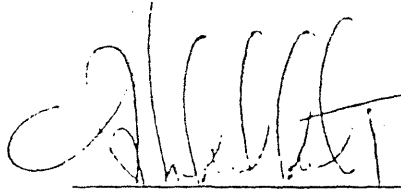
jurisdiction of this Association for this purpose, all according to that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the Declaration, to be recorded with respect to said property in the office of the Recorder of San Diego County as required by Section 1355 of the California Civil Code.

ARTICLE 4. DISSOLUTION. This Association is intended to qualify as the 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 acquisition, construction, provision for management, maintenance, and care of the Association property, and other than by a rebate of excess membership dues, fees, or assessments. 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 Declaration, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Association, shall be divided among and be distributed to the members in accordance with their respective rights therein.

ARTICLE 5. AMENDMENTS. These Articles may be amended only upon the approval of a majority of the Board of Directors of the Association and by the affirmative vote in person or by proxy or written consent of members representing a majority of the voting power of the Association, which shall include a

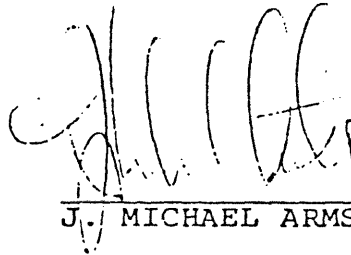
majority of the votes of members other than Declarant or where the two class voting structure is still in effect, as provided in the By-Laws, a majority of each class of membership.

IN WITNESS WHEREOF, for the purposes of forming this Corporation under the laws of the State of California, the undersigned has executed these Articles of Incorporation this 1st day of Sept. 1962, 1962.



J. MICHAEL ARMSTRONG
Incorporator

I hereby declare that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.



J. MICHAEL ARMSTRONG