

**ENDORSED
FILED**
In the office of the Secretary of State
of the State of California

**ARTICLES OF INCORPORATION
OF
MISSION GROVE
HOMEOWNERS ASSOCIATION**

FEB 24 1984

ESCH FINE BL, Secretary of State
By Donna L. Anglin

ARTICLE I

NAME

The name of the corporation (hereinafter called the "Association") is MISSION GROVE HOMEOWNERS ASSOCIATION.

ARTICLE II

PURPOSES OF THE ASSOCIATION

This Association is a Nonprofit Mutual Benefit Corporation organized under the Nonprofit Mutual Benefit Corporation Law.

The purpose of this Association is to engage in any lawful act or activity for which a corporation may be organized under the Nonprofit Mutual Benefit Corporation Law of the State of California.

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific primary purposes for which it is formed are to provide for management, administration, maintenance, preservation and architectural control of the residence units and common area within that certain tract of property situated in the City of San Jose, County of Santa Clara, California, and to promote the health, safety and welfare of all the residents within the above-described property and any additions thereto as may be hereafter brought within the jurisdiction of this Association for this purpose, all according to that certain Enabling Declaration Establishing a Plan for Condominium Ownership, hereinafter called the "Declaration" recorded or to be recorded with respect to said property in the Office of the Recorder of Santa Clara County, as required by Section 1355 of the California Civil Code.

ARTICLE III

LIMIT ON POWERS

Notwithstanding any of the above statements of purposes and powers, this Association 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 Association.

This Association is intended to qualify as a Homeowner's Association under the applicable provisions of the United States Internal Revenue Code, Section 528, and of the Revenue and Taxation Code of California, Section 23701t, as they may be amended from time to time. 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 the Association property, and other than by a rebate of excess membership dues, fees, or assessments.

ARTICLE IV

DISSOLUTION

So long as there is any unit, or parcel 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 Declaration, its assets remaining after payment, or provisions 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.

ARTICLE V

GOVERNANCE

The rights of members, number of members of and manner of election of the Board of Directors and all other matters concerning the operation and governance of the Association shall be set forth in the Bylaws.

ARTICLE VI

AGENT FOR SERVICE OF PROCESS

The name of the Association's initial agent for service of process is: K. Walter Haake. The address of its initial agent is: 259 North Capital Avenue, San Jose, California 95127.

ARTICLE VII

AMENDMENTS

Amendments to these Articles shall require the affirmative vote or written assent of the members as follows:

A. A majority of the members of the Board of Directors.

B. (1) A majority of the votes of all members of the Association; and

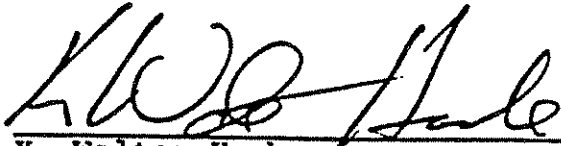
(2) A majority of the votes of members other than the Declarant (as defined in the Bylaws).

C. Where the two (2) class voting structure is in effect (as provided in the Bylaws), a majority of the votes of all members of the Association shall mean a majority of the total votes of each class of members.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of California, the undersigned has executed these Articles of Incorporation this 23rd day of Feb 2, 1984.


K. Walter Haake

I declare that I am the person who executed the above Articles of Incorporation, and such instrument is my act and deed.


K. Walter Haake