

ARTICLES OF INCORPORATION

OF THE SUMMERFIELD HOMEOWNERS ASSOCIATION, INC.

ARTICLE I

The name of the Corporation (hereafter called the "Association") is SUMMERFIELD HOMEOWNERS ASSOCIATION, INC.

ARTICLE II

The principal office for the transaction of the business of the Association is located in San Diego County, State of California.

ARTICLE III

This Association is organized pursuant to the General Non-Profit Corporation Law.

ARTICLE IV

PURPOSE AND POWERS OF ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific primary purposes for which it is formed is to maintain the recreation and common areas of the Community of Summerfield Estates and in addition to provide for the preservation, maintenance and architectural control of the residence lots and common area within that certain tract of the property described on Exhibit "A", attached hereto and incorporated herein by reference as though fully set out at length, 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.

In furtherance of said purposes, this Association shall have power to:

- a) perform all of the duties and obligation of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration," applicable to the property and recorded or to be recorded in the Office of County Recorder of San Diego County;
- b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;
- c) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;
- d) borrow money, and only with the assent (by vote or written consent) of two-thirds (2/3) of each class of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

- e) dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;
- f) participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any merger, consolidation or such annexation shall have the assent by vote of two-thirds (2/3) of each class of members or by the written consent of all of the members;
- g) have and to exercise any and all powers, rights and privileges which a corporation organized under the General Non-Profit Corporation Law of the State of California by law may now or hereafter have or exercise.

ARTICLE V **MEMBERSHIP**

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject by covenants of record to assessment by the Association, including Contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

ARTICLE VI **VOTING RIGHTS**

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners with the exception of the Declarant and shall be entitled to one vote for each lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or
- b) two years from the date of the issuance of the most recent Public Report for a phase of the overall development; or
- c) June 1, 1975.

ARTICLE VII
BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of five (5) Directors who need not be members of the Association. The number of directors may be changed by amendment of the Bylaws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

ROBERT M. ALLAN	7670 Clairemont Mesa Blvd. San Diego, Calif. 92111
SAMUEL E. THOMPSON	7670 Clairemont Mesa Blvd. San Diego, Calif. 92111
CECILE DeHAAN	7670 Clairemont Mesa Blvd. San Diego, Calif. 92111
BONNIE MATHESON	7670 Clairemont Mesa Blvd. San Diego, Calif. 92111
DWIGHT L. TOLMAN	8639 Navajo Road San Diego, Calif. 92119

At the first annual meeting the members shall elect three directors for a term of one year, two directors for a term of two years; and at each annual meeting thereafter the members shall elect two directors or three directors as their terms expire for a term of three years.

ARTICLE VIII
DISSOLUTION

Upon dissolution of the Association, the assets of the Association shall be distributed to an appropriate public agency to be used for purpose similar to those for which this Association was created. In the event that such distribution is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization organized and operated for similar purposes.

ARTICLE IX
DURATION

The corporation shall exist perpetually.

ARTICLE X
AMENDMENTS

Amendment of these Articles shall require the assent (by vote or written consent) of members representing 75% or more of the voting power.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of California, we the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this 13th day of November 1972.

ROBERT M. ALLAN
SAMUEL E. THOMPSON
CECILE DeHAAN
BONNIE MATHESON
DWIGHT L. TOLMAN

EXHIBIT "A"

That portion of Lots 1 and 2 in Section 26, Township 13 South, Range 2 West, San Bernadino Base and Meridian, in the County of San Diego, State of California, according to the official plat thereof, which lies southerly of the center line of the 60.00 foot right of way for an existing traveled road as shown on record of Survey Map No. 3582, filed in the office of County Recorder of San Diego County, said center of line being described as follows: beginning at a point on the east line of Section 26, which is distant thereon South 00 44'33" West 1332.01 feet from the Northeast corner of Section 26, as shown on record of Survey Map No. 3582; thence North 88 56'56" West 683.86 feet to a tangent 375.00 foot radius curve concave northerly; thence northwesterly along said curve, 291.90 feet: thence tangent to said curve North 44 21'02" West. 199.68 feet to a tangent 2200.00 foot radius curve concave Northeasterly; thence Northwesterly along said curve 182.18 feet to the Westerly line of said Lot 1.

Excepting therefrom all portion thereof lying Northerly of the center line of county road Survey No. 1673 known as Bernardo Road.