1749615

State of California
SECRETARY OF STATE'S OFFICE

CORPORATION DIVISION

I, *TONY MILLER*, Acting Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the corporate 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

AUG 25 1994

THE GREAT SEAL OF THE STATE OF CALIFORNIA
EUREKA

Tony Miller

Acting Secretary of State

1749615

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

AUG 2 4 1994

TONY MILLER, Acting Secretary of State

ARTICLES OF INCORPORATION

OF

HAVASU MOBILE ESTATES ASSOCIATION, INC.

ARTICLE I

The name of this corporation [referred to hereafter as the " Association"] is HAVASU MOBILE ESTATES ASSOCIATION, INC.

ARTICLE II

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

ARTICLE III

The Association is a Nonprofit Mutual Benefit Corporation organized to the Nonprofit Mutual Benefit Corporation Law. The purpose of the Association is to engage in any lawful act or activity for which a corporation may be organized under such law. More specifically, the Association will provide for management, administration, maintenance, preservation and architectural control of a planned residential development project within that certain real property situated in the City of Havasu Lake, County of San Bernardino, State of California, more particularly described as:

Lot 1 through 130 of Tract No. 8284 as per map recorded in Book 118,
Pages 85 to 92 Inclusive of maps, official records of said County.

and to promote the health, safety and welfare of all of its Members who shall be owners of Lots [as defined in the Declaration to which reference is hereafter made] within the above described property and any additions thereto which may be brought within the jurisdiction of the Association for theses purposes.

ARTICLE IV

The Association shall have the power to perform all of the duties and obligations of the Association set forth in the Declaration of Covenants, Conditions and Restrictions ["Declaration"] and recorded or to be recorded in the Office of the County Recorder San Bernardino County, California, applicable to the property described in Article III. Not withstanding any of the above statements of purpose and powers, the Association shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of the Association.

ARTICLE V

The name and address in this State of the Association's initial agent for service of process is:

Thomas A. Krumhauer
26535 WALNUT HILLS DR.
Blue Jay, California 92317

ARTICLE VI

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 shall be a Member of the Association. The foregoing is not intended to include persons or entitles 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 VII

The Association shall have only one class of Membership:

Class : Members shall have voting powers, shall be owners of Lots in the project, and shall have one vote per Lot owned.

ARTICLE VIII

The affairs of the Association shall be managed by a Board of five [5] directors, who shall be Class A. Members of the Association. At the first annual meeting of the Members, two [2] directors shall be elected for a term of three [3] years, two [2] directors shall be elected for a term of two [2] years, and one [1] director shall be elected for a term of one [1] year. Thereafter, directors shall be elected at each annual meeting of the Members to fill the vacancies of those directors whose term then expires and the term of each such director so elected shall be three [3] years.

ARTICLE IX

Upon dissolution of the Association other than incident to a merger or consolidation, the net assets of the Association shall be distributed to the Members of the Association as their interests may appear.

ARTICLE X

Amendment to these Articles of Incorporation shall require 1] by an instrument in writing signed by seventy five percent [75%] of the voting power of the Members of the Association, and 2] a resolution of the majority vote of the Board.

Dated: AUG 24, 1994

Havasu Mobile Estates Association

Thomas A. Krumhauer, Incorporator

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

Thomas A Krumhauer