

ENDORSED
FILED

In the office of the Secretary of State
of the State of California

MAY 10 1984

MARCH FONG EU, Secretary of State

Leslie Glenn
Deputy

ARTICLES OF INCORPORATION
OF

RECEIVED
Subdivision Section
MAY 10 1984
CYPRESS GLEN MASTER HOMEOWNERS ASSOCIATION

Dept. of Real Estate

ARTICLE 1: NAME

The name of the corporation is CYPRESS GLEN MASTER HOMEOWNERS ASSOCIATION.

ARTICLE 2: PURPOSES AND POWERS

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 corporation does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for management, maintenance, preservation and architectural control of the residence Lots and the Common Area within that certain real property situated in Bakersfield, Kern County, California, and more particularly described as:

Lots 1 through 33, inclusive, and lots 34 and 35 as shown on that certain map entitled "TRACT NO. 4655" filed in the Office of the Kern County Recorder on February 7, 1984, in Book 33 of Maps, at Pages 43 et seq.;

and any additions thereto as may hereafter be brought within the jurisdiction of this corporation;

and to promote the health, safety and welfare of the Owners within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this corporation;

and to exercise all of the powers and rights and to discharge all of the duties of the corporation as set forth in the Cypress Glen Master Homeowners Association Bylaws and in that certain Master Declaration of Covenants, Conditions and Restrictions of Cypress Glen (Tract No. 4655) ("Declaration") applicable to the Project and recorded or to be recorded in the Official Records of Kern County, said Bylaws and Declaration being incorporated as if fully set forth herein.

ARTICLE 3: AGENT FOR SERVICE

The name and address in the State of California of this corporation's initial agent for service of process is JEFF MEZGER, 5700 Stockdale Highway, Suite 112, Bakersfield, California, 93309.


ARTICLE 4: LIMITS ON POWERS

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.

ARTICLE 5: NONPROFIT STATUS

This corporation 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 the State of California, Section 23701t, as they may be amended from time to time. This corporation is organized solely for nonprofit purposes. No part of the net earnings of the corporation shall inure (other than by providing management, maintenance and care of the corporation's property or by a rebate of excess membership dues, fees and assessments) to the benefit of any private member or individual.

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



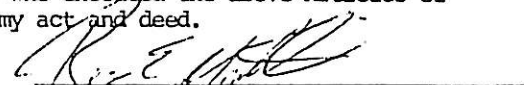
STEVE MULLEN

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



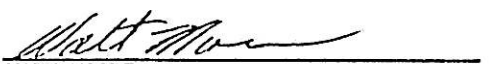
BILL STENBERG

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



REX WADDINGTON

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



WALT MOORE

ARTICLE 6: INITIAL DIRECTORS

The number of Directors of the corporation shall be five (5). The names and addresses of the initial Directors of the corporation shall be as follows:


1. JEFF MEZGER, 5700 Stockdale Highway, Suite 112, Bakersfield, California, 93309.
2. STEVE MULLEN, 5700 Stockdale Highway, Suite 112, Bakersfield, California, 93309.
3. BILL STENBERG, 5700 Stockdale Highway, Suite 112, Bakersfield, California, 93309.
4. REX WADDINGTON, 5700 Stockdale Highway, Suite 112, Bakersfield, California, 93309.
5. JIM PINKERTON, 5700 Stockdale Highway, Suite 112, Bakersfield, California, 93309.

ARTICLE 7: AMENDMENT

These Articles of Incorporation may be amended only by the vote or written assent of the Board and Members as follows:

- A. Upon the vote or written assent of a majority of the Board, and either
- B. (1) so long as the Class A and Class B Memberships exist, upon the vote or written assent of seventy-five percent of the voting power of each class, or
- (2) after conversion of the Class B to Class A Memberships, upon the vote or written assent of seventy-five percent of the total voting power of the corporation including seventy-five percent of the voting power of Members other than Declarant.

In Witness Whereof, for the purposes of forming this corporation under the laws of the State of California, the undersigned have executed these Articles of Incorporation this _____ day of _____ 198__.



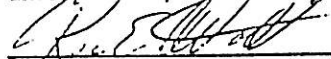
JEFF MEZGER
Incorporator, Initial Director



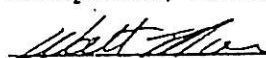
STEVE MULLEN
Incorporator, Initial Director



BILL STENBERG
Incorporator, Initial Director



REX WADDINGTON
Incorporator, Initial Director



WALT MOORE
Incorporator, Initial Director

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



JEFF MEZGER