

# STATE OF CALIFORNIA



## DEPARTMENT OF STATE

*To all whom these presents shall come, Greetings:*

*I, FRANK M. JORDAN, Secretary of State of the State of California, hereby certify:*

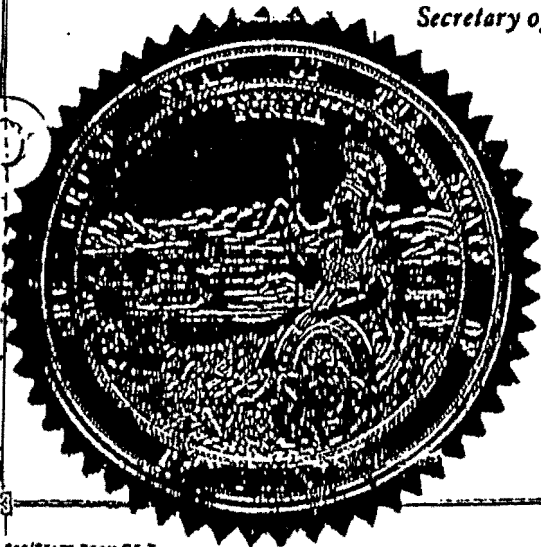
That the annexed transcript has been compared with the RECORD on file in my office, of which it purports to be a copy, and that the same is full, true and correct.

In testimony whereof, I, FRANK M. JORDAN, Secretary of State, have hereunto caused the Great Seal of the State of California to be affixed and my name subscribed, at the City of Sacramento, in the State of California,

this.....JUN 2 - 1969.....

*Frank M. Jordan*  
Secretary of State

By *W.P. Sullivan*  
Assistant Secretary of State



30806  
(ENDORSED)  
**FILED**

JUN 4 1969

JACK G. BLUE, County Clerk  
Marie Croscini  
DEPUTY

CERTIFICATE OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION

X 560253  
**FILED**  
In the Office of the Secretary of State  
of the State of California  
MAY 26 1969  
Frank H. ...  
By *[Signature]*  
Deputy

WILLIAM B. KIRKLAND, JR., THOMAS SEABROOK, JAMES B. DAVIS, and WILLIAM GODFREY certify:

1. That they constitute at least two-thirds of the Incorporators of BALLENA BAY TOWNHOUSE ASSOCIATION NO. 1, a California corporation.

2. That they hereby adopt the following amendment of the Articles of Incorporation of said corporation:

Article SEVENTH is amended to read as follows:

"SEVENTH: This corporation is one which does not contemplate pecuniary gain or profit to the members thereof and it is organized solely for non-profit purposes. The corporation shall not distribute any gains, profits or dividends to any of its members as such, except upon dissolution or winding up,"

3. That said corporation has admitted no members other than the Incorporators.

*[Signature]*  
WILLIAM B. KIRKLAND, JR.  
*[Signature]*  
THOMAS SEABROOK  
*[Signature]*  
JAMES B. DAVIS  
*[Signature]*  
WILLIAM GODFREY

Each of the undersigned declares under penalty of perjury that the matters set forth in the foregoing certificate are true and correct. Executed at Alameda, California on April 25, 1969.

*[Signature]*  
WILLIAM B. KIRKLAND, JR.  
*[Signature]*  
THOMAS SEABROOK  
*[Signature]*  
JAMES B. DAVIS  
*[Signature]*



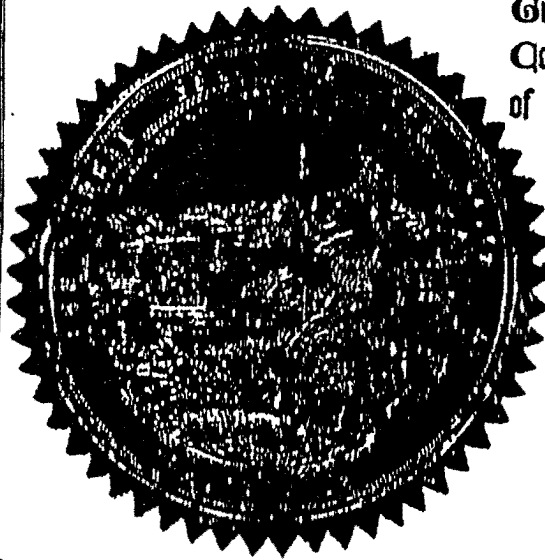
I, Frank M. Jordan, Secretary of State  
of the State of California, hereby certify:

That on the 7<sup>th</sup> day of January, 1969,

BALLENA BAY TOWNHOUSE ASSOCIATION NO. 1

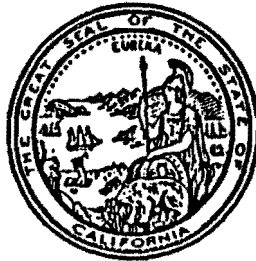
became incorporated under the laws of this State  
by filing its Articles of Incorporation in my office.

In Witness Whereof, I hereunto  
set my hand and affix the  
Great Seal of the State of  
California this 7<sup>th</sup> day  
of January, 1969.



*Frank M. Jordan*  
Secretary of State

STATE OF CALIFORNIA



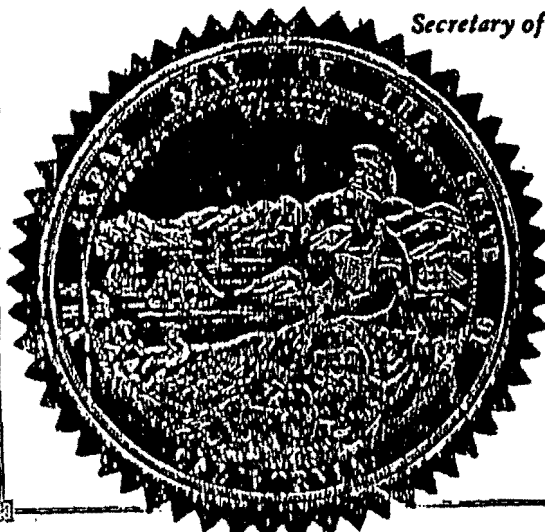
DEPARTMENT OF STATE

To all whom these presents shall come, Greetings:

I, FRANK M. JORDAN, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the RECORD on file in my office, of which it purports to be a copy, and that the same is full, true and correct.

In testimony whereof, I, FRANK M. JORDAN, Secretary of State, have hereunto caused the Great Seal of the State of California to be affixed and my name subscribed, at the City of Sacramento, in the State of California, JAN 7 1969  
this.....



*Frank M. Jordan*  
Secretary of State

By *H.P. Allen*  
Assistant Secretary of State

30806

560253

(ENDORSED)  
FILED

ENDORSED  
FILED  
in the office of the Secretary of State  
of the State of California  
JAN 7 - 1969

JAN 17 1969

ARTICLES OF INCORPORATION

OF

FRANK M. JORDAN, Secretary of State  
By C. OSCAR JOHNSON  
Deputy

JACK G. BLUE, County Clerk  
Marie Crosetti  
DEPUTY

BALLENA BAY TOWNHOUSE ASSOCIATION NO. 1

FIRST: The name of this corporation shall be BALLENA BAY TOWNHOUSE ASSOCIATION NO. 1.

SECOND: The purposes for which this corporation is formed are:

(a) The specific and primary purposes are to provide for the management, maintenance, protection, preservation and development of the BALLENA BAY TOWNHOUSE DEVELOPMENT and to promote the health, safety and welfare of its members.

(b) The general purposes and powers are to have and 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; provided, however, that this corporation shall not engage in any activities which are not in furtherance of the purposes set forth in subparagraph (a) above.

THIRD: This corporation is organized pursuant to the general non-profit corporation law of the State of California.

FOURTH: The county in this State where the principal office for the transaction of the business of this corporation is located is Alameda County.

FIFTH: The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
William B. Kirkland, Jr.	1720 Palmera Court Alameda, California 94501

<u>NAME</u>	<u>ADDRESS</u>
Thomas Seabrook	2009 Yorkshire Place Alameda, California 94501
Gerald E. Niemeyer	285 South First Street San Jose, California 95113
James B. Davis	2722 Bayview Drive Alameda, California 94501
William S. Godfrey	1235 Hawthorne Street Alameda, California 94501

SIXTH: The authorized number and qualification of members of the corporation, the different classes of membership, if any, the property, voting and other rights and privileges of members, and their liability to dues and assessments and the method of collection thereof, shall be as set forth in the By-Laws.

SEVENTH: This corporation is one which does not contemplate pecuniary gain or profit to the members thereof and it is organized solely for non-profit purposes. Upon the winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a non-profit fund, foundation or corporation which is organized and operated exclusively for charitable or educational purposes and which has established its tax exempt status under Section 501 (c) (3) of the Internal Revenue Code. If this corporation holds any assets on trust, such assets shall be disposed of in such manner as may be directed by decree of superior court of the county in which this corporation's principal office is located, upon petition therefor by the Attorney General or by any person concerned in the liquidation.

IN WITNESS WHEREOF, the undersigned, being the persons hereinabove named as the first directors, have executed these Articles of Incorporation this 25th day of November, 1968.

  
WILLIAM B. KIRKLAND, JR.

  
THOMAS SEABROOK

TH 052

Gerald E. Niemeyer  
GERALD E. NIEMEYER

James B. Davis  
JAMES B. DAVIS

William S. Godfrey  
WILLIAM S. GODFREY

STATE OF CALIFORNIA )  
COUNTY OF ALAMEDA ) ss.

On this 25th day of November, 1968, before me, HELEN  
P. HERLIHY, a Notary Public for the State of California,  
with principal office in Alameda County, personally appeared  
WILLIAM B. KIRKLAND, JR., THOMAS SEABROOK, GERALD E. NIEMEYER,  
JAMES B. DAVIS and WILLIAM S. GODFREY

known to me to be the persons whose names are subscribed to the  
within Articles of Incorporation, and acknowledged to me that they  
executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed  
my official seal on the day and year first above written.

Helen P. Herlihy  
Notary Public in and for said  
County and State



HELEN P. HERLIHY, Notary Public Alameda County  
My Commission Expires September 15, 1969

TH 053