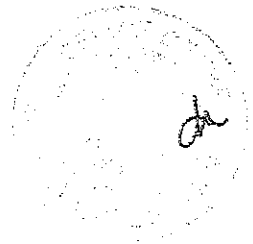
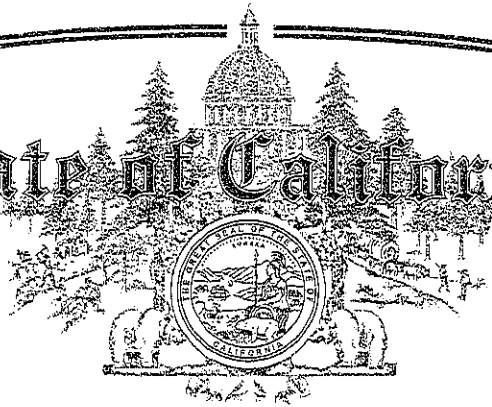


State of California



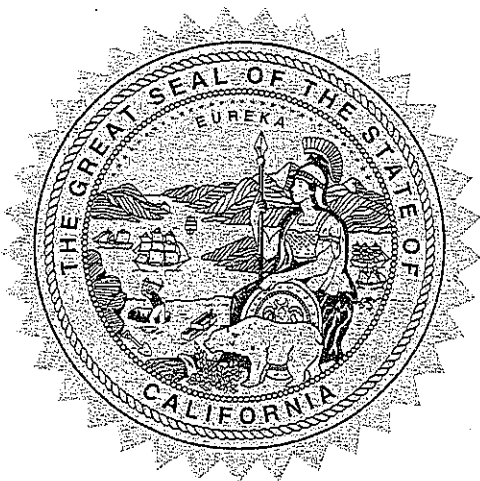
SECRETARY OF STATE

I, *Kevin Shelley*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

OCT 21 2004



Kevin Shelley
Secretary of State

OCT 21 2004

KEVIN SHELLEY
Secretary of State

ARTICLES OF INCORPORATION
OF
BELRIDGE PARK HOMEOWNERS' ASSOCIATION

I.

The name of the corporation is BELRIDGE PARK HOMEOWNERS' ASSOCIATION.

II.

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, other than credit union business, for which a corporation may be organized under such law.

The specific purpose of this corporation is as follows:

- (1) To be a residential real estate management association organized and operated to provide a homeowner's association for the management, maintenance, preservation, and architectural control of the planned development project (hereinafter called "the Project") located in the City of San Luis Obispo, County of San Luis Obispo, State of California, and more particularly described in the Declaration of Covenants, Conditions and Restrictions (hereinafter called "the Declaration") applicable to the Project recorded or to be recorded in the Office of the County Recorder of San Luis Obispo County, as the same may be amended from time to time as therein provided.
- (2) To promote the health, safety, and welfare of the residents of the aforementioned Project.
- (3) To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration.
- (4) Notwithstanding the foregoing, no part of the net earnings of this corporation shall inure to the benefit of any private individual or entity other than by providing management, maintenance and care of Association property and property commonly owned by the members of the Association or by a rebate of excess membership dues, fees or assessments. This corporation is intended to qualify as a residential real estate management association under the applicable provisions of the Internal Revenue Code of the Revenue and Taxation Code of the State of California.
- (5) 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.

III.

The name and address in the State of California of the corporation's initial agent for service of process is CASEY O'CONNOR, 670 Marsh Street, San Luis Obispo, California, 93401.

IV.

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 purposes of this corporation.

V.

This corporation is an association formed to manage a common interest development under the Davis-Stirling Common Interest Development Act.

VI.

The address of the business and corporate office of the association is 670 Marsh Street, San Luis Obispo, California, 93401. The nine-digit zip code of the common interest development is 93445-0000. The front street and the nearest cross street to the common interest development are Belridge Street and Front Street.

VII.

The name and address of the association's managing agent is: CASEY O'CONNOR, 670 Marsh Street, San Luis Obispo, California, 93401. The managing agent is not certified pursuant to Section 11502 of the Business and Professions Code.

VIII.

Upon approval by a majority of the board of directors, these Articles of Incorporation may be amended at any regular or special meeting or members, by the affirmative vote or written consent of members representing a majority of the Association, which shall include a majority of the votes of members other than Declarant, or where the two-class voting structure is still in effect, shall include a majority of each class of members. However, the percentage voting power necessary to amend any specific clause or provision shall not be less than the percentage described by that clause.

IN WITNESS WHEREOF, the undersigned, being the Incorporator of BELRIDGE PARK HOMEOWNERS' ASSOCIATION has executed these Articles of Incorporation on October 18, 2004.


CASEY O'CONNOR

