



State of California

Secretary of State

REG. NO. 8434

FILED
In the Office of the Secretary of State
of the State of California

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Bill Jones
BILL JONES, Secretary of State

(Office Use Only)

REGISTRATION OF UNINCORPORATED NONPROFIT ASSOCIATION
PURSUANT TO CALIFORNIA CORPORATIONS CODE SECTION 21000 and 21300

Instructions:

1. Complete and mail to: Secretary of State.
P.O. Box 944225, Sacramento, CA 94244-2250 (916)653-3365
2. Include filing fee of \$10.00 per box checked below.
Enclose an additional \$6.00 if a certified copy is requested.

Association includes any lodge, order, beneficial association, fraternal or beneficial society, historical, military, or veterans organization, labor union, foundation, or federation, or any other society, organization, or association, or degree, branch, subordinate lodge, or auxiliary thereof.

Registration For:

Name Insignia Alteration Cancellation

Association Name

DONNER VILLAGE TOWN HOMES ASSOCIATION

Street or Mailing Address

P.O. BOX 11110

City and State

TRUCKEE, CA

Zip Code

96162

Nature of Alteration (If Any):

Description of Insignia, which may include badge, motto, button, decoration, charm, emblem, or rosette.

Attach Facsimile:

I declare under penalty of perjury under the laws of the State of California that I am a chief officer of the association; that I am authorized to act on behalf of the association with respect to completing and submitting this application; that the information contained in this application is true and correct.

David Pinsky

Signature of Officer

2/11/02

Date

Signature of Additional Officer (Optional) Date

DAVID PINSKY, PRESIDENT

Typed Name and Title

Typed Name and Title

State of California



SECRETARY OF STATE

Association
Reg. No. 8434

CERTIFICATE OF REGISTRATION OF UNINCORPORATED NONPROFIT ASSOCIATION

I, **BILL JONES**, Secretary of State of the State of California, do hereby certify that in accordance with the application filed in this office the **ASSOCIATION** named below has been registered.

Name of Association: **Donner Village Townhomes Association**

Address: **PO Box 11110, Truckee CA 96162**

Insignia: **N/A**

Date of Registration: **February 15, 2002**

**IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this
10th day of March, 2002**



Bill Jones
BILL JONES
Secretary of State

**ARTICLES
OF ASSOCIATION
DONNER VILLAGE TOWNHOMES ASSOCIATION,
AN UNINCORPORATED NON-PROFIT ASSOCIATION**

I. NAME

The name of this Association is DONNER VILLAGE TOWNHOMES ASSOCIATION

II. PURPOSES AND POWERS

The purposes for which this Association is formed are:

(a) The specific and primary purpose is to act as a non-profit, mutual benefit Homeowner's Association for the Members and Owners of units in the Donner Village Townhome Project and in accordance with the Internal Revenue Code and California Franchise Tax regulations as they apply to non-profit associations.

(b) The general purposes and powers are:

(1) To sue and be sued in its own name.

(2) In accordance with Corporations Code Sections 21100-21102, to enter into and perform contracts in its own name. However, no member of this Association shall be individually or personally liable for the debts or liabilities contracted or incurred by the Association in the acquisition of lands or leases or the purchase, leasing, designing, planning, architectural supervision, erection, construction, repair, or furnishing of buildings or other structures, to be used for the purposes of the Association, unless that member in a writing signed by the member or his or her agent assumes that debt or liability. Furthermore, there is no presumption or inference that any member of this Association has consented or agreed to the incurring of any obligation by the Association from the mere fact of joining or being a member, or signing its Bylaws.

(3) To adopt, amend, or repeal Bylaws in any manner as may be provided therein, provided, however, that the initial Bylaws of this Association may be adopted by the unanimous written consent of the Directors named in these Articles or by the vote or written consent of a majority of the voting members of this Association.

(4) Generally to have and exercise all other rights and powers now conferred, or which may hereafter be conferred, on such associations by law, or which do not contravene the law or public policy of the State of California or of the United States.

(c) The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and the purposes and powers in each paragraph shall, except where otherwise expressed, not be limited or restricted by reference to or inference from the terms or provisions of any other

paragraph, but shall be regarded as independent purposes and powers.

III. PRINCIPAL OFFICE

The principal office of the Association for the transaction of its business is located in Nevada County, California.

IV. GOVERNING BODY

(a) The powers of the Association shall be exercised, its property controlled, and its affairs conducted by a Board of three Directors in accordance with the Bylaws of the Association.

(b) The names and addresses of the first Directors of this Association are:

<u>Name</u>	<u>Address</u>
Robert Michael Harmon	431 Taylor Street, Alameda, CA 94501
Sally S. Harmon	431 Taylor Street, Alameda, CA 94501
Robert McKinley Harmon	431 Taylor Street, Alameda, CA 94501

(c) The qualifications, the time and manner of electing, the terms of office, the duties and compensation, if any, and the manner of removing Directors and filling vacancies shall be as set forth in the Bylaws of this Association.

V. MEMBERS

(a) The qualifications of members of the Association, the different classes of membership, if any, the voting and other rights and privileges of members, and their liability for dues and assessments and the method of collection, and the termination and transfer of membership shall be as stated in the Bylaws.

(b) If the voting or other rights or interests, or any of them, be unequal, the Bylaws shall set forth the rule or rules by which the voting or other rights or interests of each member or class of members are fixed and determined.

(c) The interest of any member of this Association is the personal property of that member, and no member shall have any interest in property held by the Association, other than as an owner of my lot or unit in the Project, regardless of the time or manner in which said property is acquired, except as provided in any provision of the Bylaws respecting termination of a member's interest.

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VI. AMENDMENTS

The classes of membership and the voting rights of Members shall be as stated in the Declaration. So long as a two-class voting system is in effect, any amendment of these Articles shall require the vote or written consent of (1) a bare majority of the Board of Directors of the Association, and (2) Members representing specify percentage not below 51 percent of the voting power of each class of Members or a quorum of Members of each class. After conversion of the Class B Membership to Class A Membership, these Articles may be amended by the vote or written consent of (1) a bare majority or specify higher percentage of the Board of Directors of the Association, (2) 51% of the voting power of the Members, and (3) 51% of the voting power of the Members other than the developer of the Development.

VII. DISSOLUTION

This Association shall be dissolved and its affairs wound up when the objects for which it is organized have been fully accomplished or by the vote or written consent of 66 2/3 percent or more of its (voting) members or as otherwise provided in the Bylaws of the Association.

VIII. DISTRIBUTION OF ASSETS

On the dissolution or winding up of this Association, its assets remaining after payment of, or provision for payment of, all of its debts and liabilities shall be distributed as follows:

All assets shall be sold at public auction and the proceeds distributed among all members, share and share alike or property donated to the Association by its members within the 12-month period immediately prior to dissolution shall be returned to those members; and the remaining property, if any, shall be sold at public auction and the proceeds distributed to all members, share and share alike.

IX. DISTRIBUTION OF INCOME AND PROHIBITED ACTIVITIES

Notwithstanding any other provision in these Articles, this Association shall be subject to the following limitations and restrictions:

(a) The Association shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(b) The Association shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax

laws.

(c) The Association shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or in corresponding provisions of any subsequent federal tax laws.

(d) The Association shall not make any investment in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(e) The Association shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

X. ARTICLES

(a) The original or a copy of these Articles as amended to date shall be kept at the principal office of the Association, and shall be open to inspection by all members or their agents at any reasonable time.

(b) This Constitution shall be amended only as provided in the Bylaws of the Association.

Dated: 5/1, 1998



ROBERT MICHAEL HARMON,
Organizer



SALLY S. HARMON,
Organizer

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