



TAHOE-SIERRA MEADOWS COMMUNITY ASSOCIATION, INC.

P. O. Box 1581 - Truckee, California 95734

(916) 587-4947

ARTICLES OF INCORPORATION
OF
TAHOE-SIERRA MEADOWS COMMUNITY ASSOCIATION, INC.

ARTICLE I

The name of the Corporation shall be TAHOE-SIERRA MEADOWS COMMUNITY ASSOCIATION, INC.

ARTICLE II

The purpose for which this Corporation is formed are:

A. The specific and primary purposes are to promote the health, safety, and welfare of the residents of "The Properties" as described in Article VII hereof.

B. The general purposes and powers are: to own, acquire, erect, construct, improve, maintain, repair, and operate recreational sports and games facilities of all kinds, including buildings, structures, personal properties incident thereto, areas and other properties of every kind and nature whatsoever (hereafter called "recreational facilities") for the common benefit and enjoyment of, to promote social intercourse among, and to furnish recreation, pleasure, happiness and health to its members; and

C. To receive and hold by gift, bequest, devise, purchase or lease, or otherwise, either absolutely or in trust such recreational facilities, or any of them, whether real, personal or mixed property, to sell, convey, expend, transfer, give, or otherwise dispose of any recreational facilities for any of the aforementioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; to act as trustee for any of the aforementioned purposes, receiving, holding, managing, administering and expending property and funds in accordance with the trusts under which the property and funds are acquired and held; to receive, own, hold, manage, administer and expend the principal and income of stocks, bonds, obligations, or other securities of any corporation or corporations, domestic or foreign, but only for the foregoing purposes; and

D. To fix assessments (or charges) to be levied against the members and The Properties (as defined in Article VII); and

E. To enforce any and all covenants, restrictions and agreements applicable to The Properties (as defined in Article VII); and

F. To do and engage in any and all lawful activities that may be incidental or reasonably necessary to any of the foregoing purposes, and to have and exercise all rights and powers which a nonprofit corporation organized under the laws of the State of California can be authorized to have and exercise.

G. In all events and under all circumstances, and notwithstanding merger, consolidation, reorganization, termination, dissolution, or winding up of this Corporation, voluntary or involuntary, or by operation of law, the following provisions shall apply:

1. Reference herein to any provision of the Internal Revenue Code of 1954 (herein called the "Code") shall be deemed to mean such provisions as now or hereafter existing, amended, supplemented, or superseded, as the case may be.

2. The Corporation shall not have or exercise any power or authority either expressly, by interpretation or by operation of law, nor shall it directly or indirectly engage in any activity, that would prevent this Corporation from qualifying (and continuing to qualify) as a corporation described in Section 501(c) (7) of the code.

3. No transfer by gift, bequest, devise, sale or lease, or otherwise, of any property to the Corporation shall be received and accepted if it be conditioned or limited in such manner as to require the deposition of the income or its principal as shall, in the opinion of the directors, jeopardize the federal income tax exemptions of this Corporation pursuant to Section 501(c) (7) of the Code.

4. The Corporation shall never be operated for the primary purpose of carrying on trade or business for profit.

5. No part of the net earnings of the Corporation shall inure to the benefit of any member.

6. Except upon the termination, dissolution or winding up of the Corporation, none of the assets shall be distributed to or for the benefit of any member.

ARTICLE III

The Corporation is organized pursuant to the General Nonprofit Corporation Law of the State of California.

ARTICLE IV

The County in the State of California where the principal office for the transaction of the business of the Corporation is to be located is the County of Nevada.

ARTICLE V

A. The powers of the Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors of the Corporation shall be five(5). The number of Directors herein provided for may be changed by a By-Law duly adopted by the members intitled to vote.

B. The names and addresses of the persons who are currently serving to act as the Board of Directors are:

Gary Kolb (president).....587-1456
 Andy Kiser (vice president).....587-4986
 Gloria Axelson (secretary).....587-2141
 Jim Webster (treasurer).....587-0615

The above members of the Tahoe-Sierra Meadows Community Association Board of Directors are volunteers. Please first contact the General Manager, Richard Gardner, at 587-4947 before calling the board members.

ARTICLE VI

The authorized number and qualifications of members of the Corporation, the different classes of membership, the property, the voting and other rights and privilages of members, and the liability of members to dues or assessments, and the method of collection thereof, shall be as set forth in the By-Laws of the Corporation.

ARTICLE VII

The reference made herein to "The Properties" mean all the real property commonly know as SIERRA MEADOWS, UNITS 1, 2, 2A, 3 & 4, Counties of Nevada and Placer, State of California.

IN WITNESS WHEREOF, for the purposes of continuing to operate the nonprofit Corporation, under the laws of the State of California, we, the undersigned, constituting the current Board of Directors of the Corporation, have executed these Articles of Incorporation this June of 1983.

James Jacobs

Virgil Stringari

Louise McCallen

Steve Craig

Ed Heron