

ARTICLES OF INCORPORATION

CROSSWOODS HOMEOWNERS ASSOCIATION
6510-B CROSSWOODS CIRCLE
CITRUS HEIGHTS, CA 95621
(916) 723-3120



CROSSWOODS
HOMEOWNERS ASSOCIATION

JANUARY, 1994

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION

Carl Cason and Rosalie Lambert certify that:

1. They are the President and Secretary, respectively, of CROSSWOODS HOMEOWNER ASSOCIATION, a California nonprofit mutual benefit corporation.

2. Articles I through XI, inclusive, of the Articles of Incorporation of this corporation are amended in full to read as follows:

ARTICLES OF INCORPORATION OF
CROSSWOODS HOMEOWNERS ASSOCIATION

I

The name of this corporation is CROSSWOODS 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 for which a corporation may be organized under such law. More specifically, the corporation will own, repair, maintain and manage common areas, enforce the rules and regulations adopted by the Board of Directors from time to time, and discharge such other lawful duties and responsibilities required pursuant to the corporation's bylaws and the Declaration of Covenants, Conditions and Restrictions (the "Declaration") recorded in the Office of the Recorder of Sacramento County,

State of California, with respect to that certain real estate planned unit development located within said County commonly referred to as Crosswoods, and more particularly described as follows:

SEE ATTACHED EXHIBIT "A"

III

This corporation is intended to qualify as a Homeowners' Association under the applicable provisions of the Internal Revenue Code and of the Revenue and Taxation Code of California. No part of the net earnings of this corporation shall inure to the benefit of any private individual, except as expressly provided in those Sections with respect to the acquisition, construction, or provision for management, maintenance, and care of the corporation's property, and other than by a rebate of excess membership dues, fees, or assessments. In the event of the dissolution, liquidation, or winding up of the corporation, upon or after termination of the aforementioned real estate project in accordance with provisions of the Declaration, the corporation's assets remaining after payment, or provision for payment, of all known debts and liabilities of the corporation shall be divided among and be distributed to the members thereof in accordance with their respective rights therein.

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.

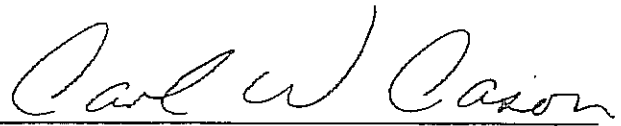
V

(a) These Articles of Incorporation may be amended from time to time, in any and as many respects as desired, so long as (i) the Articles, as amended, contain only such provisions as it would be lawful to insert in original articles filed at the time of the amendment, and (ii) the procedures and requirements for amendment set forth in this Article V and any applicable provisions of the California Nonprofit Corporation Law and the Regulations of the California Real Estate Commissioner are observed.

(b) Any amendment of the Articles hereunder shall require the vote or consent by written ballot of at least fifty-one percent of the voting power of the members of this corporation.

3. The foregoing Amendment of Articles of Incorporation has been duly approved by the Board of Directors.

4. The foregoing Amendment of Articles of Incorporation has been duly approved by the required vote of members.



President



Secretary

The undersigned declare under penalty of perjury that the matters set forth in the foregoing certificate are true of their own knowledge.

Executed at Sacramento, California, on August 1, 1985.



Carl W. Cason
President.

Rosalie Lambert
Secretary