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FILED  
in the office of the Secretary of State  
of the State of California

MAY 2 1969  
FRANK M. JORDAN, Secretary of State  
By Ralph P. Martin  
Deputy

ARTICLES OF INCORPORATION  
OF  
JACKSON OAKS ASSOCIATION

FIRST: The name of this corporation (herein-  
after called the "Association") is JACKSON OAKS ASSOCIATION.

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

THIRD: The terms defined herein shall, for all  
purposes of these ARTICLES OF INCORPORATION, have the  
meanings herein specified.

(a) The term "Jackson Oaks" shall mean the real  
estate development in the County of Santa Clara, State of  
California, known by that name.

(b) The term "Owner" shall mean the person or  
persons holding the beneficial ownership of a lot in Jackson  
Oaks.

FOURTH:

(a) The specific and primary purposes for which  
the Association is organized and operated are to provide  
for the management, maintenance, protection, preservation  
and development of Jackson Oaks and to promote the health,  
safety and welfare of its members.

(b) The general purposes for which the Associa-  
tion is formed are to have and to exercise any and all  
powers, rights and privileges which a corporation organized  
under the General Nonprofit Corporation Law of the State  
of California by law may now or hereafter have or exercise.

Restriction of right  
to amend articles  
Yes  No

The Association is organized and operated exclusively for the purposes of the management, maintenance, protection, preservation and development of Jackson Oaks and the improvements thereon for the benefit of the members, for their pleasure, recreation and other nonprofit purposes, and no part of the net earnings or assets of the Association, on dissolution or otherwise, shall inure to the benefit of any member or director. In the event of dissolution or winding up of the Association, the assets, other than real property, shall vest in and be distributed to a nonprofit unincorporated association consisting of the members of the Association, which unincorporated association shall be known as Jackson Oaks Association and shall succeed to all of the rights and obligations of the Association. Immediately prior to dissolution, real property held by the Association shall be conveyed to Title Insurance and Trust Company or to its successor, or to any other independent corporate trustee, to hold such real property in trust for the benefit of said unincorporated association and of its members.

FIFTH: The county in the State of California where the principal office for the transaction of the affairs of the Association is to be located is the County of Santa Clara.

SIXTH:

(a) The powers of the Association shall be exercised, its properties controlled and its affairs conducted by a board of Directors. The number of directors shall be five (5); provided, however, that the number of directors may be changed by a By-Law duly adopted by its members.

(b) The names and addresses of the persons who are appointed to act as the first directors are:

<u>Name</u>	<u>Address</u>
Nelson S. Wright	Hamilton, 777 N. 1st Street Suite 220, San Jose, Calif. 95112
John H. Wright	Hamilton, 777 N. 1st Street Suite 220, San Jose, Calif. 95112
Louis Oneal	Attorney At Law. 3rd Floor, 1st Natl. Bank Bldg. First and Santa Clara San Jose, California 95113
Warren G. Haight	Oceanic Properties, Inc. 401 Kamakee Street Honolulu, Hawaii 96803
Richard Macfarlane	Oceanic Properties, Inc. 1 Bush Street San Francisco, California 94104

SEVENTH:

(a) No person other than an Owner may be a member of the Association.

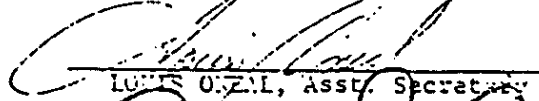
(b) Proof of status as an Owner for purposes of establishing membership shall be furnished in accordance with the provisions of the By-Laws.

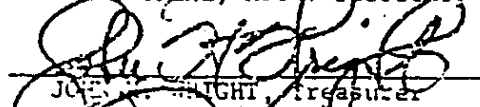
(c) Each member shall be entitled to vote pursuant to the rules of this Association as set forth in the By-Laws of the Jackson Oaks Association, Section 2.02. Every member entitled to vote at any election of directors may cumulate votes and give any one or more candidates a number of votes equal to the number of lots owned by the member multiplied by the number of directors to be elected.

EIGHTH: The provisions hereof may not be amended without the vote or written consent of members owning not less than three-fourths (3/4) of the lots in Jackson Oaks.

IN WITNESS WHEREOF, for the purpose of forming  
the Association under the General Nonprofit Corporation  
Law of the State of California, we, the undersigned, have  
executed these Articles of Incorporation this 21st  
day of February, 1969.

  
NELSON S. WRIGHT, President

  
LOUIS O. ZIL, Asst. Secretary

  
JOSEPH WRIGHT, Treasurer

  
W. G. WAIGHT, Vice President

  
RICHARD MACFARLANE, Secretary

STATE OF CALIFORNIA

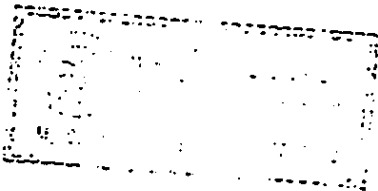
County of Santa Clara

)  
) ss.  
)

On this 21st day of February,  
1969, before me, Marlene F. Rekenenthaler,  
a Notary Public in and for the County of Santa Clara,  
State of California, residing therein, duly commissioned  
and sworn, personally appeared NELSON S. WRIGHT, President,  
W. G. HAIGHT, Vice President, RICHARD MACFARLANE, Secretary,  
LOUIS ONEAL, Assistant Secretary and JOHN H. WRIGHT, Treasurer

known to me to be the persons whose names are subscribed  
to the foregoing Articles of Incorporation, and acknow-  
ledged to me that they executed the same.

WITNESS my hand and official seal.



Marlene F. Rekenenthaler  
NOTARY PUBLIC

In and for the County of

Santa Clara

State of California

(SEAL)

My commission expires May 27, 1972