

ARTICLES OF INCORPORATION
OF
JACKSON OAKS ASSOCIATION

FIRST: The name of this corporation (hereinafter 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 Association 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. 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, or 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 /s/ _____
NELSON S. WRIGHT, President

Louis Oneal /s/ _____
LOUIS ONEAL, Asst. Secretary

John H. Wright /s/ _____
JOHN H. WRIGHT, Treasurer

W. G. Haight /s/ _____
W. G. HAIGHT, Vice President

Richard Macfarlane /s/ _____
RICHARD MACFARLANE, Secretary

