

State of California

OFFICE OF THE SECRETARY OF STATE

Articles of Incorporation

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this

APR 9 - 1976



March Fong Eu

Secretary of State

10

ARTICLES OF INCORPORATION
OF
SHARON PARK HOMEOWNERS ASSOCIATION

FILED
In the office of the Secretary of State
of the State of California

APR 9 1976

MARSH FONG EU, Secretary of State

By James E. Brown
Deputy

ARTICLE I
NAME OF CORPORATION

The name of the corporation (hereinafter called the "Association") is SHARON PARK HOMEOWNERS ASSOCIATION.

ARTICLE II
PRINCIPAL OFFICE

The principal office for the transaction of the business of the Association is Santa Clara COUNTY, State of California.

ARTICLE III
ORGANIZATION

This Association is organized pursuant to the General Nonprofit Corporation Law.

ARTICLE IV
PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof; and the specific primary purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence lots, units and common area within the property described in Exhibit A, attached hereto and incorporated by reference, and to promote the health, safety and welfare of the residents within the property described in Exhibit A, and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose.

Restriction of right
to amend articles
No

In furtherance of said purposes, this Association shall have the power to:

(a) Perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration," applicable to the property and recorded or to be recorded in the Office of the San Mateo County Recorder.

(b) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association.

(c) Acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use, or otherwise dispose of real or personal property in connection with the affairs of the Association.

(d) Borrow money, and only with the assent (by vote or written consent) of two-thirds (2/3) of each class of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.

(e) Dedicate, sell or transfer all of or any part of the common area to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer.

(f) Participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and common area.

(g) 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.

ARTICLE V MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any lot or unit which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any lot or unit which is subject to assessment by the Association.

ARTICLE VI VOTING RIGHTS

The Association shall have two classes of voting membership as follows:

(a) Class A. Class A members shall be all owners with the exception of the Declarant and shall be entitled to one (1) vote for each lot or unit owned. When more than one person holds an interest in any lot or unit, all such persons shall be members. The vote for such lot or unit shall be exercised as they among themselves determine, but in no event shall more than one (1) vote be cast with respect to any lot or unit.

(b) Class B. The Class B member(s) shall be the Declarant and shall be entitled to three (3) votes for each lot or unit owned. The Class B membership shall cease and be converted to Class A membership when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or on or before June 1, 1977.

ARTICLE VII
BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of three (3) directors who need not be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

John L. Griffin All at 2975 Scott Boulevard
Peter S. Ingber Santa Clara, California
Gilbert H. Mills

At the first annual meeting, the members shall elect three (3) directors for a term of one (1) year; at the expiration of the initial term of office of each respective director, his successor shall be elected to serve a term of one (1) year. The directors shall hold office until their successors have been elected.

ARTICLE VIII
DISSOLUTION

Upon dissolution of the Association, the assets of the Association shall be distributed to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such distribution is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization organized and operated for such similar purposes.

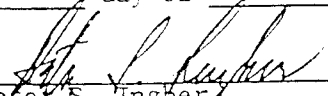
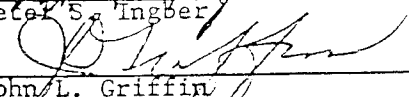
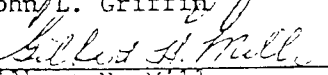
ARTICLE IX

The corporation shall exist perpetually.

ARTICLE X
AMENDMENTS

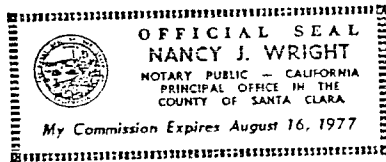
Amendment of these Articles shall require the assent (by vote or written consent) of members representing seventy-five percent (75%) or more of the voting power.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of California, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this 8th day of April 1976.


Peter S. Ingber

John L. Griffin

Gilbert H. Mills

STATE OF CALIFORNIA) ss.
COUNTY OF SANTA CLARA)

On April 8, 1976, before me, the undersigned, a Notary Public in and for the State of California, duly commissioned and sworn, personally appeared Peter S. Ingber, John L. Griffin and Gilbert H. Mills, known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation and acknowledged to me that they executed the same.



Nancy J. Wright
NOTARY PUBLIC in and for the
County of Santa Clara, State
of California.

SHARON PARK HOMEOWNERS ASSOCIATION

AMENDMENTS TO THE DOCUMENT ENTITLED
"ARTICLES OF INCORPORATION OF SHARON PARK HOMEOWNERS ASSOCIATION"
Filed in the office of the Secretary of State on April 9, 1976 File #767270

ARTICLE II:

"The Principal Office for the transaction of the business of the Association is 1200 Sharon Park Drive, Menlo Park, San Mateo County, State of California."

ARTICLE VII:

Board of Directors. "The affairs of this Association shall be managed by a Board of three (3) directors. Directors elected following the sale of all units must be members of the Association."

The number of directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

John L. Griffin All at 2975 Scott Boulevard
Peter S. Ingber Santa Clara, California
Gilbert H. Mills

At the first annual meeting, the members shall elect three (3) directors for a term of one (1) year; at the expiration of the initial term of office of each respective director, his successor shall be elected to serve a term of one (1) year. The directors shall hold office until their successors have been elected.

ARTICLE X:

"Amendment of these Articles shall require the assent (by vote or written consent) of at least 51% of the voting power of the Association and at least a bare majority of the votes of members other than the subdivider."

CERTIFICATE OF SECRETARY

I, the undersigned, do hereby certify that:

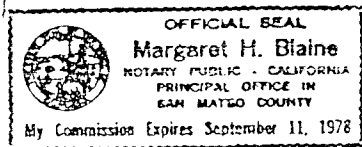
1. I am the duly elected and acting Secretary of SHARON PARK HOMEOWNERS ASSOCIATION, a California non-profit corporation, and
2. The foregoing amendments to the Articles of Incorporation of the corporation were duly adopted by the members of the Association at their Annual Meeting held on January 25, 1978, and do further certify that the foregoing amendment is part of the Articles of Incorporation previously adopted by the Board of Directors meeting held on April 8, 1976.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of the corporation the 8 day of March 1978

SHARON PARK HOMEOWNERS ASSOCIATION

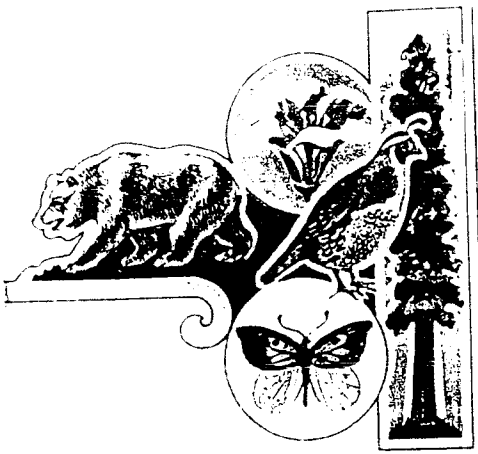
Florence Pierce
Florence Pierce, Secretary

STATE OF CALIFORNIA
COUNTY OF San Mateo



On this 8th day of March in the year one thousand nine hundred and 78, before me, Margaret H. Blaine a Notary Public, State of California, duly commissioned and sworn, personally appeared Florence Pierce known to me to be the Secretary of the corporation described in and that executed the within instrument, and also known to me to be the person who executed the within instrument on behalf of the corporation therein named, and acknowledged to me that such corporation executed the same Amendments to the Articles of Incorporation - Sharon Park Homeowners Assn.
IN WITNESS WHEREOF I have hereunto set my hand and affixed my official seal in the San Mateo County of San Mateo the day and year in this certificate first above written.

Margaret H. Blaine
Notary Public, State of California



State of California

OFFICE OF THE SECRETARY OF STATE



FILED IN THE OFFICE OF THE
COUNTY CLERK OF
SAN MATEO COUNTY, CALIF.

MAY - 5 1978

MARVIN CHURCH, County Clerk

DEPUTY CLERK

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this

APR 27 1978



March Fong Eu

Secretary of State

(CERTIFICATE OF AMENDMENT

OF

ARTICLES OF INCORPORATION

ENDORSED
FILED
in the office of the Secretary of State
of the State of California
APR 25 1976
MARCH FONG ELL, Secretary of State
By JAMES E. HARRIS
Deputy

HERBERT BULL and FLORENCE PIERCE certify:

1. That they are the president and secretary, respectively, of Sharon Park Homeowners Association, a California corporation.

2. That at a meeting of the board of directors of said corporation, duly held at Menlo Park, California, on April 13, 1977, the following resolutions were adopted:

"RESOLVED: That Article II of the articles of incorporation of this corporation be amended to read as follows:

"The Principal Office for the transaction of the business of the Association is 1200 Sharon Park Drive, Menlo Park, San Mateo County, State of California."

"RESOLVED: That Article VII of the articles of incorporation of this corporation be amended to read as follows:

Board of Directors. "The affairs of this Association shall be managed by a Board of three (3) directors. Directors elected following the sale of all units must be members of the Association."

The number of directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

John L. Griffin All at 2975 Scott Boulevard
Peter S. Ingber Santa Clara, California
Gilbert H. Mills

At the first annual meeting, the members shall elect three (3) directors for a term of one (1) year; at the expiration of the initial term of office of each respective director, his successor shall be elected to serve a term of one (1) year. The directors shall hold office until their successors have been elected.

"RESOLVED: That Article X of the articles of incorporation of this corporation be amended to read as follows:

"Amendment of these Articles shall require the assent (by vote or written consent) of at least 51% of the voting power of the Association and at least a bare majority of the votes of members other than the subdivider."

3. That at a meeting of the members of said corporation, duly held at Menlo Park, California, on January 25, 1978, the resolutions were adopted by written consent, and the wording of the amended articles as set forth in the members' resolutions are the same as that set forth in the directors' resolutions in Paragraph 2 of this certificate.

4. That the number of members who voted affirmatively for the adoption of said resolution is 82, and that the number of members constituting a quorum is 65.

Herbert Bull
HERBERT BULL, President

Florence Pierce
FLORENCE PIERCE, Secretary

Each of the undersigned declares under penalty of perjury that the matters set forth in the foregoing certificate are true and correct. Executed at Menlo Park, California, on April 27 1978 (Date)

Herbert Bull
HERBERT BULL, President

Florence Pierce
FLORENCE PIERCE, Secretary