

ARTICLES OF INCORPORATION

OF

COUNTRY CLUB HOMEOWNERS, INC.

FILED
IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

5057-94
APR 01 1994

CHERYL A. LAU SECRETARY OF STATE

Cheryl Lau

The undersigned, having voluntarily associated ourselves together for the purpose of forming a Non-Profit Cooperative Corporation Without Stock pursuant to Chapter 81.410 through 81.510 of the Nevada Revised Statutes, hereby declare: We are the incorporators of this Charter:

No. _____

ARTICLE I

The name of this corporation is: COUNTRY CLUB HOMEOWNERS, INC.

ARTICLE II

The Registered Agent of this corporation, hereinafter called CCHI, is: Edward S. Kaplan, 1051 Riverview Drive, Gardnerville, Nv. 89410.

ARTICLE III

The purposes for which this corporation is organized are:

(a) The specific and primary purposes are to maintain, manage and improve common areas of land and buildings for the benefit of dues paying members within all areas owned, leased or licensed to members and/or CCHI.

(b) The general purposes and powers are to promote, establish, conduct and maintain activities on its own behalf or it may contribute to or otherwise assist other corporations, organizations and institutions carrying on such activities. For such purposes it may solicit and receive funds and other property, real, personal and mixed, and interest thereon by gift, transfer, devise or bequest, and subject further to such conditions and limitations as set forth hereinafter in these Articles of Incorporation and Section 528 of the Internal Revenue Code.

(c) The corporation may do any and all other acts and things that a non-profit corporation is empowered to do, which may be necessary, convenient or desirable in the administration of its affairs, and for the full attainment of the general purposes of this corporation. The corporation assets will be dedicated to the purposes as set forth herein, and no part thereof shall inure to the benefit of any member or director. On dissolution of the corporation, any assets remaining shall be transferred and distributed to a fund, foundation or corporation organized and operated exclusively for the purposes specified in Sections 501 and/or 528 of the Federal Internal Revenue Code as such Sections may be amended, superceded or revised.

(d) The corporation may fix, establish or levy and collect from its members, dues, fees, charges and assessments and enforce any lien which may be provided to secure the payment thereof.

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mail back to - Edward S. Kaplan, Pres.
1051 Riverview Drive
Gardnerville, NV. 89410

(e) The corporation shall not:

(1) Participate or engage in any prohibited transactions as such term is defined in Section 503(b) of the Federal Internal Revenue Code as amended.

(2) Advocate the selection or defeat of any candidate for public office.

(3) Advocate the adoption or rejection of any legislation save incidentally, if such may affect its overall purposes.

(4) Participate or intervene directly or indirectly in any political campaign.

(5) Discriminate in its activities among individuals, organizations, institutions, firms, associations or corporations on the basis of age, race, religion, region or country of national origin.

(6) Encourage, support nor aid in any way individuals, corporations, organizations or institutions that discriminate in their activities on the basis of age, race, religion, region or country of national origin.

(7) Participate or engage in self-dealing as such term is defined in the Federal Internal Revenue Code.

(8) Fail to distribute such income as is distributable under the Federal Internal Revenue Code.

(9) Accumulate or hold excess business holdings as such term is defined in the Federal Internal Revenue Code.

(10) Engage in investments which jeopardize the carrying out of any of its exempt purposes under the Federal Internal Revenue Code.

(11) Incur or pay obligations which may constitute taxable expenditures as such term is defined under the Federal Internal Revenue Code.

ARTICLE IV

The Directors and/or Officers of this corporation and their addresses are set forth here:

| <u>Name</u> | <u>Address</u> |
|---|--|
| Edward S. Kaplan, President | 1051 Riverview Dr., Gardnerville, Nv. 8941 |
| Judi Jacobsen, Secretary/Trsr. | 47 Wedertz Lane, Wellington, Nv. 89444 |
| Ace Grulli, 39 N. Center, Yerington, Nv. 89447, | Vice President.* |

*The Vice President shall be elected under the same rules as those for the President and Secretary/Treasurer cited herein, and in the absence of the President shall assume the full role of President, as set forth herein, including the Executive Board function.

- (a) There shall be no fewer than 3 Directors of this corporation, a majority of whom must be residents of Nevada. Directors shall be any member of the corporation in good standing who is recorded in Douglas County as owning one of the 10 units from 1033 to 1051 Riverview Drive, Gardnerville, Nv., with the exception of the Secretary/Treasurer, provided he or she possesses one proxy from another member, dated and signed. A member in good standing is one who is less than 3 months delinquent in monthly dues. Dues shall be \$50./month per member. A member who is delinquent in dues 3 or more months will be ineligible to vote or to participate in meetings until those backdues are paid up in full; this restriction applies also to officers and Directors. Any member delinquent 6 or more months in dues may have a lien placed on their title which shall be enforced for collection and court costs in an appropriate court.. Any Director may effect this lien and court action.
- (b) A quorum for members or Directors at any meeting will be a majority of members or Directors at the time, in good standing. A majority vote by members or by the Directors who constitute a quorum at any meeting of members or of the Board of Directors, shall be sufficient to approve any matter voted upon. Proxy voting must be signed, dated and used only by the member or Director named on the proxy. A limit of two (2) proxies may be used by a member for any vote. Due to the fact that most members reside outside Douglas County or outside Nevada, and the resulting inconvenience of their attending meetings of the Country Club Homeowners, Inc., hereinafter called CCHI, there shall be an Executive Board consisting of the President and the Secretary/Treasurer who shall have the full authority of CCHI to conduct the day to day business of this corporation, to make decisions and expend money as may be necessary and reasonable in carrying out the specific and general purposes of CCHI. For this same reason there shall be no term limits on officers or Directors.
- (c) Directors shall be elected by a majority of a quorum of members in good standing, provided the member elected agrees to accept the election and also agrees to attend the annual meeting. The President and Secretary/Treasurer shall be elected by a majority of a quorum of the Board of Directors, provided that those two officers accept their election and are willing and able to carry out the day to day activities including visiting the buildings and premises of CCHI and investigate and deal with on site problems after consultation and concurrence between both of these officers. The President will file, with the help of the Secretary/Treasurer, the annual form(s) required of non-profit corporations without stock by the IRS, as well as the annual list of officers and Directors and the filing fees required by the Secretary of State. Annual meetings of CCHI will be held in April, at the Douglas County Library meeting room in Minden, Nv. on a date designated by the Executive Board. An accounting of receipts and expenditures for the year to date will be made by the Secretary/Treasurer. Minutes of this meeting and all meetings of CCHI will be made and signed by the Secretary/Treasurer or by the President. Whenever services or repairs are required by CCHI, the Executive Board will obtain 2 bids if this is feasible, using a written contract with all terms including dates, money and insurance provided by the contractor for its on site employees involved in the work to be done.

(d) Notice of the annual meeting or any special meeting will be mailed to each member or Director 10 or more days prior to the meeting; each member is responsible for keeping the Secretary/Treasurer up to date on his/her current address and phone number. Officers and Directors will not be paid money for carrying out their duties, but the President and Secretary/Treasurer will be empowered to incur necessary and reasonable expenses for the CCHI and will be reimbursed for same. Signatures of both Secretary/Treasurer and President must be on all checks for corporate business, with their abbreviated titles after their signatures. The Executive Board will select the person(s) to perform gardening, maintenance and repairs, which shall be limited to storage room doors, balcony carpets, outer walls and the outer roofing and siding. All such work are subject to the availability of funds in the CCHI treasury account. Carport owners are responsible for all repairs and maintenance of same. Erection of any new structure on CCHI property after the filing of this Charter will require Board of Director's or Executive Board approval. Members are responsible for all other maintenance and repairs for their units except as whatever may be covered by the CCHI insurance policy in force at the time, currently: Allstate Ins. Co.

(e) Disputes between or among members, officers or directors will be settled by a majority vote of a quorum of members or of the Board of Directors, provided that none of those persons voting are part of the dispute. If this method is not acceptable as final and binding on the disputants prior to the vote, then they may litigate the matter. Bylaws of CCHI will be formulated by the Executive Board, and may be amended thereafter by a majority quorum vote of either the members or the Board of Directors. All members are responsible for their own safety, and for the warning of their visitors regarding being hit by flying golf balls on the south side of CCHI condos; signs will be put up by the CCHI to caution all of the residents, visitors and parents of children of the danger of being hit by golf balls from the 9th tee.

ARTICLE V

This corporation is filed under NRS Chapter 81.410 through 81.510 as a non-profit cooperative corporation without stock. The period of duration of this corporation is perpetual.

ARTICLE VI

Directors will continue in office until such time as a majority quorum vote of members shall elect new Directors; provided that newly elected directors must be willing and able to expend the time and energy necessary for carrying out those duties, including meeting with other directors on CCHI property at least one day each week to discuss and to effectuate decisions relevant to CCHI, as cited herein. Failure of any director to fulfill these requirements timely will require their being replaced by a new vote. New directors require election of new officers.

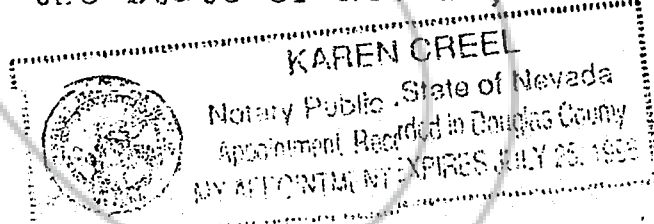
Owners/residents of CCHI units will not store any personal possessions outside their respective patios or units nor on sidewalks, or lawns. The loud playing of radios, TVs or any loud noise on CCHI property at any time, but especially after 9 PM or before 8 AM, which is disturbing to other owners/residents is prohibited. Driving or parking of vehicles on CCHI lawns is strictly prohibited at all times due to damage to both sprinkler system and to the lawn itself. A good neighbor watch program will be distributed to all owners/residents of CCHI and the carrying out of this program will become one of the general purposes of

The corporation, as cited herein. When the Secretary/Treasurer or the President shall be absent for more than 7 days, they shall have authority to designate another Director, member or trustworthy person to act in their place, except for money matters, and shall instruct them to keep accurate records on matters that seem important. The President and Secretary/Treasurer shall write their title after their signature on all checks and corporate business signatures.

ARTICLE VII

- (a) Damage to any corporate property by residents, visiting guests, friends or other persons having business with any resident or member, shall be paid for by the resident or member being visited by such persons, in the event that the person(s) responsible for the damage refuse to pay for it. This includes, but is not limited to, damage to the lawn sprinkler system, fencing, building structures, trees, lawn.
- (b) The voting and property rights and interest of each member of this corporation shall be equal; a member selling his ownership of one of the ten units comprizing this corporation shall relinquish his membership rights cited herein, and the new owner of the unit as filed in the Douglas County Recorder Office shall assume the membership rights in this corporation. Normally, there will always be ten (10) members qualified to vote and hold office in this corporation.
- (c) In the event that any provision or term of the Bylaws conflict with these Articles of Incorporation, then these Articles of Incorporation shall govern and take precedence.

IN WITNESS WHEREOF, Three Directors, a majority of whom are residents of the State of Nevada, hereunto sign our names:



Edward S. Kaplan
EDWARD S. KAPLAN
Pres

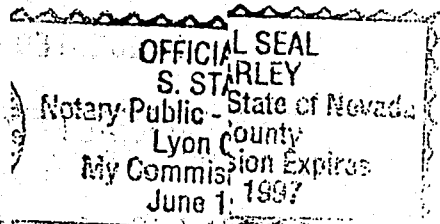
Judith A. Jacobsen
JUDITH A. JACOBSEN
Secy

Lee Gulli
LEE GULLI
VICE Pres

STATE OF NV
COUNTY OF Douglas } ss.

On 3-15, 19 94, personally appeared before me, Karen Creel a notary public (or judge or other authorized person, as the case may be), duly commissioned and sworn, Edward Kaplan, Judith Jacobsen personally known (or proven to me on the basis of satisfactory evidence) to be the person whose name(s) is (are) subscribed to the foregoing instrument and who acknowledged that (s)he (they) executed the instrument.

IN WITNESS WHEREOF, I have executed this notary and affixed my official seal.



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COPY

STATE OF NEVADA
Department of
State

I hereby certify that this is a true
and complete copy of the document
as filed in this office.

APR 0 1 1994

DATED: _____

Cheryl A. Lau

CHERYL A. LAU
Secretary of State

SEAL

By *Gracie Wickholl*

REQUESTED BY
Edward S. Kaplan
IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

2001 AUG -6 PM 3: 43

LINDA SLATER
RECORDER

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