

**ARTICLES OF INCORPORATION
OF
BUCKINGHAM HOMES ASSOCIATION, LTD.
(Third Amended)**

AND WE HEREBY CERTIFY:

FIRST: The name of this corporation is and shall be BUCKINGHAM HOMES ASSOCIATION, LTD.

SECOND: The purpose for which and for any of which this corporation is formed are:

Explanatory Recitals: Buckingham Colonies, Limited, a California corporation, being then the owner of the property affected thereby, filed in the office of the County Recorder of the County of Lake, State of California, on the 11th day of August, 1930, a certain map entitled "Map of Subdivision No.1, Buckingham Park, Lake County, Cal." which map was thereupon recorded in the office of said County recorder in Volume 5 of Town Maps, at page 85, 86 and 87. It will be hereinafter referred to by the words "said map".

On the 25th day of August, 1930, said Buckingham Colonies, Limited, made a Declaration in writing of restrictions, conditions, covenants, charges and agreements affecting all the lots shown on said map, which said Declaration last aforesaid was recorded in the office of the County Recorder of the said County of Lake on the 27th day of August 1930. It will hereinafter be referred to by the words "said Declaration". Now therefore the

Purposes for which and for any of which this corporation is formed are:

1. To appoint such agents and officers as its business may require, and such appointed agents may be either persons or corporations.
2. To purchase, lease, or otherwise acquire, hold, own, and enjoy, to sell, lease, mortgage and otherwise encumber and dispose of or deal in any and all and every kind of real and personal property, including stock in other corporations, also to carry on any and all operations necessary or convenient in connection with the transaction of any of its business, to borrow money, to mortgage or pledge any property, real or personal, owned or held by such corporation, to secure any contracts made by it, or any bonds, debentures, promissory notes or other obligations by it issued or incurred or guaranteed.
3. To promote the collective and individual interest of all persons owning lots shown on said map.
4. To enforce and administer the provisions of said Declaration and the protection of the rights and privileges of all the owners or purchasers of the lots shown on said map.

5. To have and receive the charges reserved against and charged against each and every lot shown on said map by the terms of said Declaration and more particularly by the terms of Clause X of said Declaration, to enforce the collections thereof and to expend and administer the same as set forth in said Declaration and as limited herein. Provided said right be granted to it by Buckingham Colonies, Limited.
6. In connection with Buckingham Colonies, Limited, and with the owner or owners, of any property shown on said map to enforce the said provisions and conditions as set forth in said Declaration.
7. To accept from Buckingham Colonies, Limited a grant of such water works as may be constructed by said last named corporation under and pursuant to Clause XVIII of said Declaration.
8. (Deleted).
9. To do and perform every act and thing necessary, convenient or incidental to the purposed hereinabove set forth or which shall at any time appear conducive or expedient for the benefit of this corporation, or its members.
10. The corporation shall not engage in business subject to the bank act, or in the insurance business, or in the business of a building and loan association.
11. Generally to engage in such enterprises and do such things as may tend to the improvement, beautification and attractiveness of Buckingham Park, to the well-being and the enjoyment of all the inhabitants thereof, and to its accessibility and desirability as a place of salubrious and enjoyable residence and resort.
12. To exercise like and similar powers, rights and functions, and to enforce and administer similar declarations hereafter to be made by Buckingham Colonies, Limited, and others respecting other property located on this peninsula of land known as Buckingham Park, owned by it and others, should Buckingham Colonies, Limited, or others hereafter deed or subdivide and map out such other tracts or parcels and subject such other tracts or parcels to declarations similar to said declarations hereinbefore mentioned.

EXPRESS REFERENCE is made to the Map and to the Declaration referred to in the “Explanatory Recitals” of this clause, and to the record of them and of each of them in the office of the County Recorder of the County of Lake as hereinafter stated.

THIRD: The County of this state where the principal office for the transaction of the business of the corporation is to be located is: Lake County, State of California.

FOURTH: The number of Directors of this corporation shall be a minimum of five (5) and a maximum of seven (7).

FIFTH: Every owner of property on said map shall ipso facto be a member of this corporation and shall so remain a member until he parts with his interest in said property whereupon the new owner shall become a member of this corporation in his place and stead.

There shall be one vote and no more for each parcel of said property, whether owned by one or several members. Every member shall be entitled to as many votes as the number of parcels the member owns which are subject to an annual charge or assessment in accordance with the said Declaration.

Property rights and interests of members shall be unequal, that is to say: the same shall be in exact proportion to the voting powers of the respective members as hereinbefore defined.

Said "Subdivision No. 1, Buckingham Park" is part of a larger tract of land owned by Buckingham Colonies, Limited and others, which larger tract is known by the distinctive name of "Buckingham Park". Should Buckingham Colonies, Limited, or other subdivide and map out other tract or tracts or deed other parcels in said "Buckingham Park" and subject such other tract or tracts or parcels to declaration similar to said Declaration affecting Subdivision No. 1, and should so provide in such subsequent declaration or declarations, then and in that event purchasers or owners of lots in said new subdivision or subdivision or parcels of "Buckingham Park" shall thereby become members of this corporation on the same terms and conditions, with the same rights as purchasers or owners of lots in Subdivision No. 1, and who shall be entitled to vote and to share in the property of this corporation with the old members.

Any owners of property in "Buckingham Park" who voluntarily submit their property and themselves to regulation in conformity with said Declarations, the Articles of Incorporation and Bylaws of this corporation are entitled to membership herein with the same rights and benefits of any other members.

SIXTH: (Deleted).