

82-178477

EXHIBIT "A"

ARTICLES OF INCORPORATION OF THE ASSOCIATION

0080S/FSJ/5755/13825
kjm/04-12-82

FULOP & HARDEE
LAWYERS

82-178477

ARTICLES OF INCORPORATION
OF
INDIAN HILL TOWNHOMES ASSOCIATION

ONE: The name of this corporation ("Association" herein) is INDIAN HILL TOWNHOMES ASSOCIATION.

TWO: This corporation is a nonprofit mutual benefit corporation organized under the Nonprofit Mutual Benefit Corporation Law. The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under such law.

THREE: The Association's initial agent for service of process is Mr. Jack R. Haynes, whose business address is 26137 La Paz Road, Mission Viejo, California 92691.

FOUR: The Association shall have and exercise any and all powers, rights and privileges which a corporation organized under the Nonprofit Mutual Benefit Corporation Law may now or hereafter have or exercise, provided that the Association shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the following purposes of the Association:

(a) To bring about civic betterments and social improvements by providing for the preservation, management, maintenance and care of the architecture and appearance of a planned residential development known as Indian Hill Townhomes ("Project"), located in unincorporated Orange County, California.

(b) To promote the common good, health, safety and general welfare of all the residents within the Project.

(c) To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association arising from that certain Declaration of Covenants, Conditions and Restrictions and Reservation of Easements for Indian Hill Townhomes and Notice of Annexation to Aliso Viejo Community Association (the "Declaration") recorded or to be recorded with the Orange County Recorder and applicable to the Project, as such Declaration may be amended from time to time.

FIVE: The classes of Membership and the voting and other rights and privileges of Members shall be as set forth in the Bylaws. Amendment of these Articles of Incorporation shall require approval of the Board of Directors and the vote or written consent of both (1) at least two thirds (2/3rds) of the total voting power of the Association, and (2) at least two-thirds (2/3rds) of the voting power of the Association residing in Members other than the Subdivider ("Declarant") of the Project. In addition to the foregoing, as long as there exists more than one class of Membership, amendment of these Articles shall require the vote or written consent of at least two-thirds (2/3rds) of the voting power of each class of Members.

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The undersigned, who is the incorporator of the Association, has executed these Articles of Incorporation on _____, 198_.

I hereby declare that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.