

THE VILLAGES GOLF AND COUNTRY CLUB

THE VILLAGES ASSOCIATION **ARTICLES OF INCORPORATION**

NOTICE REGARDING DISCRIMINATORY RESTRICTIONS

(California Government Code § 12956.1)

“If this document contains any restriction based on race, color, religion, sex, familial status, marital status, disability, national origin, or ancestry, that restriction violates state and federal fair housing laws and is void, and may be removed pursuant to Section 12956.1 of the Government Code. Lawful restrictions under state and federal law on the age of occupants in senior housing or housing for older persons shall not be construed as restrictions based on familial status.”

ENDORSED
FILED
In the office of the Secretary of State
of the State of California
OCT 26 1956
FRANK M. JORDAN, Secretary of State
By F. C. VOGEL
Deputy

CERTIFICATE OF AMENDMENT
of
ARTICLES OF INCORPORATION
of
THE VILLAGES MANAGEMENT CORPORATION

FRANK H. ROBERTS, T. NEAL McNAMARA, GARY B. CHRISTIANSEN, and WALTER V. STAFFORD certify:

1. That they constitute at least two-thirds of the incorporators of THE VILLAGES MANAGEMENT CORPORATION, a California corporation.
2. That they hereby adopt the following amendment of the articles of incorporation of said corporation. The articles of incorporation are amended to read as follows:

"ARTICLES OF INCORPORATION

of

THE VILLAGES ASSOCIATION

"First: The name of the corporation is

THE VILLAGES ASSOCIATION.

"Second: The Villages Association is organized pursuant to the General Nonprofit Corporation Law of the State of California.

"Third: For purposes of these articles of incorporation the term "The Villages" means that certain group of condominium projects and related activities located in the City of San Jose, County of Santa Clara, State of California and known by that name.

"Fourth: The specific and primary purposes for which this corporation is formed and for which it shall be exclusively administered and operated are to manage, operate, maintain and develop The Villages. In order to accomplish the foregoing purposes and for no other purpose or purposes, this corporation shall have the power to:

event of dissolution or winding up of this corporation, its assets shall be distributed as directed by the board of directors to any county, city, town, district or other subdivision of the State of California or for religious, charitable, scientific, educational and/or literary purposes to non-profit corporations or institutions organized and operated exclusively for religious, charitable, scientific, educational and/or literary purposes which are exempt from Federal taxes under section 501 of the Internal Revenue Code of 1954, as amended."

3. That said corporation has admitted no members other than the incorporators.

FRANK H. ROBERTS

Frank H. Roberts

T. NEAL McNAMARA

T. Neal McNamara

GARY B. CHRISTIANSEN

Gary B. Christiansen

WALTER V. STAFFORD

Walter V. Stafford

Each of the undersigned declares under penalty of perjury that the matters set forth in the foregoing certificate are true and correct.

Executed at San Francisco, California, on October 7, 1966.

FRANK H. ROBERTS

Frank H. Roberts

T. NEAL McNAMARA

T. Neal McNamara

GARY B. CHRISTIANSEN

Gary B. Christiansen

WALTER V. STAFFORD

Walter V. Stafford

- (a) Sue and be sued;
- (b) Make contracts;
- (c) Receive property by devise or bequest, subject to the laws regulating the transfer of property by will, and otherwise acquire and hold all property, real or personal, including shares of stock, bonds, and securities of other corporations;
- (d) Act as trustee under any trust incidental to the principal objects of the corporation, and to receive, hold, administer, and expend funds and property subject to such trust;
- (e) Convey, exchange, lease, mortgage, encumber, transfer upon trust, or otherwise dispose of all property, real or personal;
- (f) Borrow money, contract debts, and issue bonds, notes, and debentures, and secure the payment of performance of its obligations; and
- (g) Do all other acts necessary or expedient for the administration of the affairs and attainment of the purposes of the corporation.

"Fifth: The county in the State of California where the principal office for the transaction of the business of the corporation is to be located is the County of Santa Clara.

"Sixth: The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>Name</u>	<u>Address</u>
Frank H. Roberts	225 Bush Street, San Francisco;
T. Neal McNamara	225 Bush Street, San Francisco;
Gary B. Christiansen	225 Bush Street, San Francisco;
Toni Rembe	225 Bush Street, San Francisco;
Walter V. Stafford	225 Bush Street, San Francisco.

"The number of directors may be changed from time to time by amendment to the by-laws duly adopted; provided, however, the number of directors shall not be less than three.

"Seventh: No act or thing done hereunder shall confer any benefit upon any member, director or officer of this corporation or other private individual, either directly or indirectly, and in no event shall the net earnings, income or assets of this corporation be distributed to, or inure to the benefit of, any member, director or officer of this corporation or other private individual, either directly or indirectly. In the

STATE OF CALIFORNIA



19832

(ENDORSED)
FILED
MAR 21 1967
A. E. MAGNOLI
DEPUTY

DEPARTMENT OF STATE

To all whom these presents shall come, Greetings:

I, FRANK M. JORDAN, *Secretary of State of the State of California, hereby certify:*

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

In testimony whereof, I, FRANK M. JORDAN, *Secretary of State, have hereunto caused the Great Seal of the State of California to be affixed and my name subscribed, at the City of Sacramento, in the State of California,* MAR 13 1967
this _____



Frank M. Jordan
Secretary of State

By _____

A. E. Magnoli
Assistant Secretary of State