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By JAMES E. HARR  
Deputy

RESTATED ARTICLES OF INCORPORATION  
OF GATEVIEW AT ALBANY HILL MCKINLEY TOWERS  
NEIGHBORHOOD COUNCIL, A CALIFORNIA NONPROFIT CORPORATION

LYNDEN DAVIS and MARY WHITEHEAD certify that:

1. They are the duly elected and acting President and Secretary, respectively, of GATEVIEW AT ALBANY HILL MCKINLEY TOWERS NEIGHBORHOOD COUNCIL, a California nonprofit corporation.
2. The articles of incorporation of this corporation are amended and restated to read as follows:

ARTICLES OF INCORPORATION  
OF  
GATEVIEW HOMEOWNERS' ASSOCIATION, INC.,  
A CALIFORNIA NONPROFIT MUTUAL BENEFIT CORPORATION

ARTICLE I

NAME

The name of this corporation, hereinafter referred to as the "Association", is GATEVIEW HOMEOWNERS' ASSOCIATION, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal office for the transaction of the business of the Association is located in Alameda County, State of California.

ARTICLE III

NON-PROFIT CORPORATION

This council is organized pursuant to the Non-Profit Mutual Benefit Corporation Law of the State of California.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof. The specific primary purposes for which this Association is formed are to promote the common good and general welfare of the Unit Owners within that certain tract of real property described in that certain Declaration of Covenants, Conditions, and Restrictions, including all annexations thereof as provided in said Declaration, dated [REDACTED] and recorded on October 24th, 1975, in Reel 4143, at Image 78 of the Official Records of Alameda County, California, by the administration and enforcement of said Declaration, the maintenance, preservation and architectural control of a portion of the common area and Units located within said tract of property for the common benefit of the entire community of residents thereof, and by promoting the health, safety and welfare of the residents within the subject property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose.

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

(a) Exercise all of the powers and privileges and perform all of the duties and obligations of the Neighborhood Council as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the subject property and recorded or to be recorded in the office of the County Recorder of Alameda County, State of California;

(b) Fix, levy, collect and enforce payment by any lawful means of 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;

(e) In furtherance of these purposes, to:

(1) Lease, acquire, build, operate and maintain recreation parks, playgrounds, swimming pools, commons, driveways,

footways, including buildings, structures and personal property incident thereto ("facilities");

(2) Provide garbage and trash collection;

(3) Maintain lands or trees;

(4) Enforce any and all covenants, restrictions and agreements applicable to the subject property;

(5) Insofar as permitted by law, to do any other thing that, in the opinion of the Board of Directors, will promote the common benefit and enjoyment of the residents of the subject property.

(f) To have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Mutual Benefit Corporation Law of the State of California by law may now or hereafter have or exercise.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and the purposes and powers stated in each clause shall, except where otherwise expressed, be in no way limited or restricted by any reference to or inference from the terms and provisions of any other clause, but shall be regarded as independent purposes and powers. Notwithstanding any of the above statements of purposes and powers, the Association shall not engage in activities which are not in furtherance of the purposes set forth in this Article IV and nothing contained in the foregoing statement of purposes shall be construed to authorize the Association to carry on any activities

for the profit of its members or to distribute any gains, profits or dividends to any of its members as such.

#### ARTICLE V

#### MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any 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 unit which is subject to assessment by the Association.

#### ARTICLE VI

#### VOTING RIGHTS

The Association shall have one (1) class of voting membership: The members shall be all Owners including the Declarant (as defined in the Declaration) and shall be entitled to one (1) vote for each unit owned. When more than one (1) person holds an interest in any unit, all such persons shall be members. The vote for such 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 unit. A member who has sold his unit to a contract purchaser under an agreement to purchase shall

be entitled to delegate his voting membership rights in this Association to such contract purchaser.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of five (5) Directors, who must be members of this Association. The number of Directors may be changed by amendment of the Bylaws of the Association.

ARTICLE VIII

DURATION

The Association shall exist perpetually.

ARTICLE IX

AMENDMENTS

Amendment of these Articles shall require the assent (by vote or written consent) of members representing fifty-one percent (51%) or more of the voting power.

ARTICLE X

ANNEXATION

The Association may, at any time, annex additional residential and common property to the subject property described above, and add to its membership under the provisions hereof, in

the manner, or on the conditions described in the Declaration of Covenants, Conditions and Restrictions recorded and which describe all or any part of the subject property.

3. The foregoing amendment and restatement of articles of incorporation has been duly approved by the Board of Directors of this corporation.

4. The foregoing amendment and restatement of articles of incorporation has been duly approved by a majority of the membership, thereby exceeding the percentage of votes required. The percentage of votes required was more than fifty percent.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Dated: November 7, 1984

Lynden F. Davis

Lynden Davis, President

Mary Whitehead

Mary Whitehead, Secretary