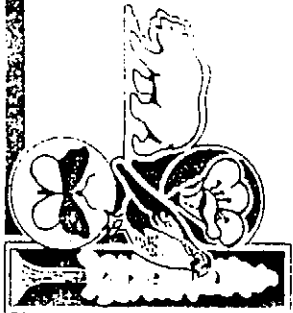


*Articles of Incorporation*



State  
of  
California

OFFICE OF THE SECRETARY OF STATE

CORPORATION DIVISION

I, *MARCI FONG EU*, Secretary of State of the State of California, hereby certify:

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

IN WITNESS WHEREOF, I execute  
this certificate and affix the Great  
Seal of the State of California this

OCT 26 1987



*Marci Fong Eu*

Secretary of State

1421031

ARTICLES OF INCORPORATION

ENDORSED

FILED

In the office of the Secretary of State  
of the State of California

OF

PVV HOMEOWNERS ASSOCIATION

OCT 23 1987

MARION FONG EU, Secretary of State

I.

The name of this corporation is PVV HOMEOWNERS ASSOCIATION (hereinafter referred to as the "Association").

II.

A. 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.

B. The specific and primary purposes for which the Association is formed are to be a residential real estate management association and to provide for the acquisition, construction, management, maintenance and care of real and personal property held by the Association or commonly held by the members of the Association or located in the development and owned by members of the Association, and otherwise to act and be operated as a "homeowners association" as defined in Section 528 of the Internal Revenue Code of 1954, as amended.

C. Notwithstanding any of the above statements of purposes and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the specific purpose of this corporation.

III.

No part of the net earnings of the Association shall inure (other than by acquiring, constructing or providing management, maintenance and care of property held by the Association, commonly held by the members of the Association or located in the development and owned by members of the Association, and other than by a rebate of excess membership dues, fees or assessments) to the benefit of any private member or individual.

IV.

The name and address in the State of California of this corporation's initial agent for service of process is:

Mr. Michael Ansari  
c/o Bell Savings and Loan Association  
400 South El Camino Real  
San Mateo, CA 94402


V.

These Articles of Incorporation may be amended as provided in the By Laws of the Association, to the extent that such provisions do not conflict with the California Corporations Code, or, if no such provisions are in the By Laws, these Articles of Incorporation may be amended as provided in California Corporations Code, Sections 7810 through 7820, inclusive.

Dated: 10-16, 1987.

  
Michael Ansari

I declare that I am the person who executed the above Articles of Incorporation, and that this instrument is my act and deed.

  
Michael Ansari

ARTICLES OF INCORPORATION

OF

PACIFIC VIEW VILLAS CONDOMINIUM ASSOCIATION

I

The name of this corporation is PACIFIC VIEW VILLAS CONDOMINIUM ASSOCIATION hereinafter called "the Association").

II

A. This corporation is a non-profit mutual benefit corporation organized under the Non-Profit 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.

B. The specific purpose of this corporation is to provide for the management, maintenance, care, administration, preservation and architectural control of the Units, Common Area and improvements from time to time constructed within that certain parcel of real property in the City of Pacifica, County of San Mateo, State of California, more particularly described as: Lot 1, as shown on the Subdivision Map entitled, "PACIFIC VIEW VILLAS, IN THE CITY OF PACIFICA, CALIFORNIA"

Said management, maintenance, care, administration, preservation and architectural control is to be accomplished according to the terms and provisions set forth in that certain Declaration of Covenants, Conditions & Restrictions (hereinafter referred to as "the Restrictions") recorded or to be recorded with respect to the above-described real property in the Office of the Recorder of the County of San Mateo, State of California. Notwithstanding any of the above statements of purposes and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the specific purpose of this corporation.

III

The name and address in the State of California of this corporation's  
Initial agent for service of process is:

James V. Wheelless  
400 El Camino Real  
San Mateo, CA 94402

This Corporation is intended to qualify as a "homeowners association" as that term is used in Section 528(c) of the Internal Revenue Code and as a corporation exempt from tax under Section 23701(t) of the California Revenue and Taxation Code, and the Corporation shall engage in no activity that would cause it to fail to be exempt from taxation by virtue of those Sections, except such taxes as may be levied upon the Corporation's "homeowners association taxable income," if any, according to the provisions of those Sections.

v

No part of the net earnings of the Association shall inure to the benefit of any private individual (except through acquiring, constructing, or providing management, care, administration, preservation and architectural control of the property held by the Association, or commonly held by the members of the Association, or located in the development and owned by members of the Association, or through rebates of excess membership dues, fees or assessments).

In the event of the dissolution, liquidation, or winding up of this corporation for any reason whatsoever, after paying or adequately providing for the debts and obligations of the corporation, the governors or persons in charge of the liquidation shall divide the remaining assets among the members in accordance with each member's obligation to pay maintenance assessments.

Until the Class B membership becomes Class A memberships, these Articles of Incorporation may be amended only by a resolution of a majority of the Board of Governors and by the vote or written consent of fifty-one percent (51%) of the voting power of each class of membership. When all memberships become Class A memberships, these Articles may be amended only by resolution of a majority of the Board of Governors and by the vote or written consent of fifty-one percent (51%) of the total voting power of the Association and fifty-one percent (51%) of the votes of the members other than Declarant, as defined in the Restrictions. However, the percentage of a quorum or of the voting power of the Association or of members other than Declarant necessary to amend a specific clause or provision shall not be less than the prescribed percentage of affirmative votes required for action to be taken under that clause.

Dated:

James V. Wheelless

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

James V. Wheelless