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ARTICLES OF INCORPORATION
OF
GEORGE RANCH COMMUNITY ASSOCIATION

FILED
In the office of the Secretary of State
of the State of California
JUL 2 1982
MARCH FONG EU, Secretary of State
By *[Signature]*
Deputy

I

The name of this corporation is GEORGE RANCH
COMMUNITY ASSOCIATION, (hereinafter referred to as the
"Association").

II

A. The Association is a nonprofit mutual benefit
corporation organized under the Nonprofit Mutual Benefit
Corporation Law. The purpose of the Association is to be
engaged 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 (i) to be a residential real
estate management association, (ii) 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 privately held by the members of the
Association, and (iii) 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. Subject to the provisions of the Declaration
of Covenants, conditions and restrictions applicable to the
development to be recorded in the Sonoma County Records, and

any amendments, modifications or successors thereto (hereinafter referred to as the "Declaration"), the general purposes and powers of the Association are (i) to maintain architectural control, (ii) enforce protective restrictions, and (iii) promote the general welfare of the community comprising the Association.

III

The Association shall not provide or maintain facilities to provide utilities for its members.

IV

No part of the net earnings of the Association shall inure (other than by acquiring, constructing or providing management, maintenance and the care of property held by the Association, commonly held by the 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.

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

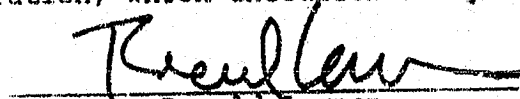
Ronald Larson
Broad, Khourie & Schulz
One California Street, 14th Floor
San Francisco, California 94111

Dated: July 1, 1982



Ronald Larson, Incorporator

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

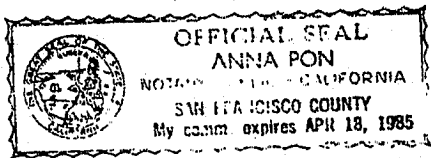


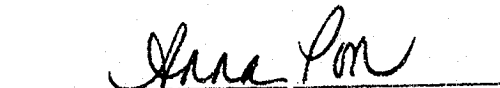
Ronald Larson

STATE OF CALIFORNIA)
) ss.
COUNTY OF SAN FRANCISCO)

On JULY 1, 1982, before me, the undersigned, a Notary Public in and for said State, personally appeared Ronald Larson, known to me to be the Incorporator of George Ranch Community Association, a non-profit mutual benefit corporation, and acknowledged that he executed the same.

WITNESS MY HAND and official seal.





Notary Public
State of California