

FILED # C12344-0

MAY 04 2000

IN THE OFFICE OF
Sean Hill
SEAN HILLER SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
TOEPA OWNERS ASSOCIATION,
a Nevada nonprofit corporation

The undersigned, who is the original incorporator, does hereby establish a nonstock, nonprofit cooperative corporation, pursuant to Chapter 82 of Nevada Revised Statutes, and certifies as follows:

1. **Name.** The name of the corporation shall be "TOEPA OWNERS ASSOCIATION", a Nevada nonprofit corporation, hereinafter called the "Association".

2. **Purposes.** The purposes for which the Association is formed are the following:

2.1 To have and exercise all of the powers and privileges and to perform all of the duties and obligations of the Association arising from the Declaration of Covenants, Conditions, and Restrictions for Toepa Condominiums (the "Declaration"), recorded on April 21, 2000, as Document No. 2440674, Official Records, Washoe County, Nevada, and amendments thereto.

2.2 To have and exercise all rights, powers, and privileges that a nonprofit cooperative corporation organized under NRS Chapter 82 may now or hereafter have or exercise.

The Association does not contemplate pecuniary gain or profit to any Members thereof or to any other individual and is organized solely for nonprofit purposes with the intent that the Association shall qualify for the tax exemption provided for under Section 528 of the Internal Revenue Code of 1954 as amended. No part of the net earnings of the Association (other than by acquiring, construction, or providing management, maintenance, and care of Association Property, and other than by a rebate of excess membership dues, fees, or assessments) shall inure to the benefit of any Member or private individual.

3. **Place of Business.** The principal place where the business of the Association shall be transacted and carried on will be at 264 Village Boulevard, Building 2, Incline Village, Nevada 89451-9447.

4. **Term.** The term for which the Association shall exist shall be perpetual.

5. **Directors.** The governing board of the corporation shall be styled as a "Board of Directors", and any member of the Board of Directors shall be styled as a "Director". There shall be a variable number of Directors within a fixed minimum of three and a fixed maximum of seven; setting the number of Directors shall be accomplished as provided in the Bylaws. The number of Directors constituting the first Board of Directors of the corporation is five; and the names and post office box or street address, either residence or business, of each such Directors are as follows:

<u>Name</u>	<u>Address</u>
Bernard V. Abbene	7809 Faust Ave. West Hills, CA 91304
Jo Ann Hass	P.O. Box 8237 Incline Village, NV 89450
Greg Flanders	P.O. Box 8926 Incline Village, NV 89452
Edward J. Franklin	P.O. Box 8553 Incline Village, NV 89452
Thea Greer	1899 Pima St. South Lake Tahoe, CA 96150

6. **Incorporator.** The name and address of the person signing these Articles of Incorporation are:

Robert Damon Spitzer 264 Village Blvd., Bldg. 2
Incline Village, NV 89451

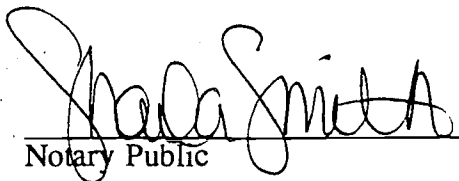
7. **Resident Agent.** The person designated as the resident agent of the corporation is Robert Damon Spitzer, 264 Village Blvd., Bldg. 2, Incline Village, NV 89451.

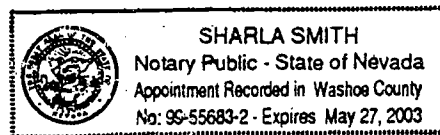
IN WITNESS WHEREOF, I have set my hand hereunder this 3rd day of MAY, 2000.


Robert Damon Spitzer

STATE OF NEVADA)
) ss.
COUNTY OF WASHOE)

This instrument was acknowledged before me on May 3, 2000, by Robert Damon Spitzer.

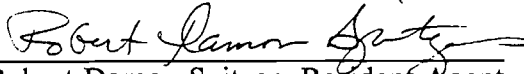

Notary Public



My commission expires: 5/27/03

**ACCEPTANCE OF APPOINTMENT
BY RESIDENT AGENT**

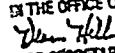
Effective upon filing of these Articles of Incorporation, the undersigned accepts appointment as Resident Agent of Toepa Owners Association.


Robert Damon Spitzer, Resident Agent

Address: 264 Village Boulevard, Bldg. 2
Incline Village, Nevada 89451-9447

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