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FILED
Secretary of State
State of California

16 JAN 29 2018

**RESTATED
ARTICLES OF INCORPORATION
OF
SNOWSHOE SPRINGS ASSOCIATION**

Richard Mates and Mary Chin hereby certify that:

1. They are the president and secretary, respectively, of Snowshoe Springs Association, a California nonprofit mutual benefit corporation.

2. The articles of incorporation are restated to read as follows:

**ARTICLES OF INCORPORATION
OF
SNOWSHOE SPRINGS ASSOCIATION**

I

The name of this corporation is Snowshoe Springs Association.

II

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, other than credit union business, for which a corporation may be organized under

such law. Without limiting the foregoing, the specific purposes for which this corporation has been formed include the following:

- (a) To sell, supply and deliver to its members and other residents of Snowshoe Springs real estate development water for domestic use as a mutual water distributing company;
- (b) To acquire, own and control a mutual water distributing system for the benefit of members of the corporation, including wells, storage tanks, pipes and any and all related equipment thereof; and for the further purposes that such water shall be sold, distributed, supplied, or delivered only to the purchasers and/or owners of lots and land in the Snowshoe Springs real estate development who shall constitute the members of the corporation, or as otherwise required or permitted by law for mutual water companies;
- (c) To acquire, own, hold, and deal with any and all kinds of property, real and personal, for recreational purposes for the members of the corporation;
- (d) To carry on any other business or activity necessarily or impliedly incidental to or in any way connected with the foregoing purposes;
- (e) To own, repair, maintain and manage common areas, enforce rules and regulations adopted from time to time by the Board of Directors of the corporation; and
- (f) To discharge such other lawful duties and responsibilities required pursuant to the corporation's Bylaws and the First Restated Declaration of Covenants, Conditions and Restrictions of Snowshoe Springs (the "Declaration"), recorded in the Office of the Calaveras County Recorder, California, with respect to the Snowshoe Springs real estate development.

III

This corporation is intended to qualify as a Homeowner's Association under the applicable provisions of the Internal Revenue Code and of the Taxation Code of California. No part of the net earnings of this corporation shall inure to the benefit of any private individual, except as expressly provided in those sections with respect to the acquisition, construction, or provision for management, maintenance and care of the corporation's property, and other than by a rebate of excess membership dues, fees or assessments. In the event of dissolution, liquidation or winding up of the corporation, upon or after termination of the aforementioned real estate project in accordance with provisions of the Declaration, the corporation's assets remaining after

payment, or provision of payment, of all known debts and liabilities of the corporation shall be divided among and distributed to the members thereof in accordance with their respective rights therein.

IV

The authorized number, and qualifications for membership in this corporation, property, voting and other rights and privileges of members and their liability for dues and assessments and the methods of collection thereof, shall be as provided for in the Declaration and the Bylaws of this corporation.

V

This corporation elects to be governed by all the provisions of the Nonprofit Corporation Law of 1980 not otherwise applicable to it under part 5 thereof.

VI

These Articles of Incorporation may be amended from time to time by affirmative vote of a majority of the voting power of the members of the Association.

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

4. The foregoing amendment and restatement of articles of incorporation has been duly approved by the required vote of the members. The required member vote was fifty-one percent of the voting power.

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

Dated: January 8, 2018

Richard Mates

Richard Mates, President

Mary Chin

Mary Chin, Secretary



I hereby certify that the foregoing
transcript of 1 page(s)
is a full, true and correct copy of the
original record in the custody of the
California Secretary of State's office.

OCT 27 2017 mlck

Date: _____

Alex Padilla

ALEX PADILLA, Secretary of State