

RESTATED
ARTICLES OF INCORPORATION
OF
SNOWSHOE SPRINGS ASSOCIATION

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

John Gasser and Terry Riley 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 of this corporation are amended and restated to read as follows:

**ARTICLES OF INCORPORATION
OF
SNOWSHOE SPRINGS ASSOCIATION**

I

The name of this corporation is Snowshoe Springs Association.

II

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

- (a) To sell, distribute, supply and deliver to its members and other residents of the 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 the 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 any 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 Revenue and 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 the 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 be 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 of 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 the 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.

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: _____, 2001.

John Gasser, President

Terry Riley, Secretary

339358

FILED

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

ARTICLES OF INCORPORATION

of

SNOWSHOE SPRINGS ASSOCIATION,

A California Corporation

JUN 7 - 1957

FRANK H. JORDAN, Secretary of State

By W. H. Bishop
Deputy

FIRST: The name of this corporation is
SNOWSHOE SPRINGS ASSOCIATION.

SECOND: The purposes for which this corporation
is formed are:

a. Initially to engage in the primary business
of selling, distributing, supplying, and delivering water
for domestic use to the members of this corporation, being
the purchasers and/or owners of any lots and land in the
Snowshoe Springs subdivisions and lands, as a mutual water
distributing company; to acquire, own, and control a
mutual water distributing system for the benefit of the
members hereof, 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 any lots and land in the Snowshoe Springs sub-
division, who shall constitute the membership hereof, or
as otherwise required or permitted by law for mutual water
companies.

b. To acquire, own, hold, and deal with any and
all kinds of property for recreational purposes for the
members of this association.

c. To carry on any other business or activity

Restriction
to amend articles

Yes

Yes

necessarily or impliedly incidental to or in any way connected with the foregoing purposes.

d. To engage in any one or more other businesses or transactions which the board of directors of this corporation may from time to time authorize or approve, whether related or unrelated to the business described in paragraph a. above or to any other business then or theretofore done by this corporation.

e. To exercise any and all rights and powers which a corporation may now or hereafter exercise.

f. To act as principal, agent, joint venturer, partner, or in any other capacity which may be authorized or approved by the board of directors of this corporation.

g. To transact business in the State of California or in any other jurisdiction of the United States of America or elsewhere in the world.

h. To have and to exercise all the powers conferred by the laws of California upon corporations formed under the laws pursuant to and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended.

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 nowise limited or restricted by reference to or inference from the terms or provisions of any other clause, but shall be regarded as independent purposes and powers.

Incorporation on this 19th day of May, 1937.

Rollen Waterson
Rollen Waterson

Violet Waterson
Violet Waterson

Alan L. Bonnington

STATE OF CALIFORNIA) ss.
City and County of San Francisco)

On this 15th day of May, 1957, before me, a Notary Public in and for the City and County of San Francisco, State of California, residing therein, duly commissioned and sworn, personally appeared ROLLEN WATERSON, VIOLET WATERSON, and ALAN L. BONNINGTON, known to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation, and acknowledged to me that they executed the same.

Witness my hand and official seal.

L. E. Fortman
Notary Public in and for the City
and County of San Francisco,
State of California

Notary Public in and for the City
and County of San Francisco,
State of California

My Commission Expires Jan. 16, 1961

THIRD: The county in the State of California where the principal office for the transaction of business of this corporation is to be located is the County of Calaveras.

FOURTH: This corporation is organized pursuant to Part 1 of Division 2 of Title 1 of the Corporations Code of the State of California.

FIFTH: The number of directors of this corporation shall be three (3), and the names and addresses of the persons who are appointed to act as the first directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Rollen Waterson	477 Corbett Avenue San Francisco, Calif.
Violet Waterson	477 Corbett Avenue San Francisco, Calif.
Alan L. Bonnington	111 Sutter Street San Francisco, Calif.

SIXTH: The by-laws to be adopted by the corporation shall provide for the authorized number and qualifications of the members of the corporation, the classes thereof, the voting^o and other rights and privileges of such members or classes thereof, and the liability of such members to dues or assessments and the method of collection thereof.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of California, and particularly part 1 of Division 2 of Title 1 of the Corporations Code of the State of California, the undersigned, constituting the incorporators of this corporation, including the persons named hereinabove as the first directors of this corporation, have executed these Articles of

339388

Statement by Corporation of Address of Principal Office, Names of Officers and Designation of Agent for the Service of Process

(For filing with the Secretary of State of the State of California pursuant to Section 3301 or Section 9003, Corporations Code)

A 6935

SNOWSHOE SPRINGS ASSOCIATION

a corporation, makes the following statements:

1. That it is a corporation organized under the laws of the State of California
2. The address and location of its principal office (California) are as follows:
 - (a) Box 84, Arnold, California
(Post Office or mail address)
 - (b) Snowshoe Springs Subdivision, Ebbetts Pass Road, State Highway Number 4, Dorrington, Calaveras County, California
(Street address or location)
3. The names of the following officers are:
 - (a) President, ROELEN WATERSON
 - (b) Secretary, VIOLET WATERSON
 - (c) Treasurer, VIOLET WATERSON
 - (d) Other officers desired to be named are, _____

(No officers other than the president or other head, the secretary, the treasurer, if any, need be named)

FILED
In the Office of the Secretary of State
of the State of California
JUL 5 - 1957
FRANK M. JONES, Secretary of State
By Ralph H. Marley
Deputy

4. ALAN L. BONNINGTON, whose address is
(Name of individual)
111 Sutter Street, San Francisco 4, California
(Give address in California at which agent can be personally contacted)

is designated as Agent for the purpose of service of process.

SNOWSHOE SPRINGS ASSOCIATION

By Roelen Waterson

NOTES: (A) Items 1 (identity), 2 (address and location of principal office) and 3 (names of officers) must be filled in in all cases. Item 4 (designation of agent) is optional and should not be filled in unless it is desired to designate a person to act as agent for the purpose of receiving process against the corporation. Item 4 should not be filled in at all by a foreign corporation.

(B) All domestic (California) corporations, profit and nonprofit, are required to file this statement with the Secretary of State (Section 3301, Corporations Code). After the original filing, unless required by Section 9003, Corporations Code, new statements need be filed only in the case of a change of address or location of principal office. New statements may be filed at any time desired for the purpose of designating an agent, or new agent, for purpose of service of process.

(C) Every domestic and qualified foreign nonprofit corporation expressly exempted from taxation by the provisions of the Bank and Corporation Franchise Tax Act of the State of California must file this statement (items 1, 2, and 3) with the Secretary of State sometime during each and every calendar year beginning with the year 1950. Failure to file creates a presumption of abandonment making the corporation name available for use by another corporation. Such presumption of abandonment may be removed at any time by the filing of this statement, subject to the adoption of a new name if the corporation's name has been appropriated by another corporation during the period of presumed abandonment (Section 9003, Corporations Code). The statement may also be filed at any time for the purpose of changing address or location of principal office of a domestic corporation or for the purpose of designating an agent or new agent, except that it may not be filed by a foreign corporation for either purpose.

(D) There is no fee for filing this statement if only items 1, 2, and 3 be filled in. If item 4 is filled in, however, for the purpose of designating an agent for the service of process, a filing fee of \$5 will be charged.



I hereby certify that the foregoing transcript of 3 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 mkk

Date: _____

Alex Padilla

ALEX PADILLA, Secretary of State

A0808688

0739388

FILED
Secretary of State
State of California

11 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.

A0808688

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 mkk

Date: _____

Alex Padilla

ALEX PADILLA, Secretary of State