



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

That the annexed transcript has been compared with the 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
MAY 16 1977



March Fong Eu

Secretary of State

MINUTES OF AN ORGANIZATIONAL MEETING
OF THE BOARD OF DIRECTORS OF

CORONADO SHORES CONDOMINIUM ASSOCIATION NO. 9
a California nonprofit corporation

The Directors of CORONADO SHORES CONDOMINIUM ASSOCIATION NO. 9, a California nonprofit corporation, held a special meeting at Coronado Shores, Coronado, California, on the ___ day of _____, 1977 at the hour of 10:00 A.M.

There were present at said meeting:

ALFRED SCHNEIDER
RICHARD MAITLAND
ALBERT ARDMORE
R. D. OUDERKIRK
GEORGE LINDE

being all of the Directors of this corporation.

On motion and by unanimous vote, Alfred Schneider was elected Chairman and Albert Ardmore was elected Secretary of the meeting.

The Chairman announced that the meeting was held pursuant to a written waiver of notice thereof and consent thereto signed by all of the Directors of the corporation; such waiver and consent was presented to the meeting, and upon motion duly made, seconded and unanimously carried, was made a part of the records of the meeting and now precedes the minutes of this meeting in the Book of Minutes of the corporation.

The Chairman stated that the original Articles of Incorporation of the corporation had been filed on May 16, 1977, in the office of the California Secretary of State, and that a copy thereof would be filed in the office of the County Clerk of San Diego County, being the county in which the corporation is to have its principal office. The Secretary was directed to insert a copy of said Articles of Incorporation in the Book of Minutes of the corporation.

WAIVER OF NOTICE AND CONSENT
TO HOLDING OF THE ORGANIZATIONAL MEETING
OF THE BOARD OF DIRECTORS OF

CORONADO SHORES CONDOMINIUM ASSOCIATION NO. 9
a California nonprofit corporation

We, the undersigned, being all of the Directors of Coronado Shores Condominium Association No. 9, a California nonprofit corporation, hereby waive notice of a special meeting of the Board of Directors of said corporation and agree and consent to hold such meeting of the Board of Directors at Coronado Shores, Coronado, San Diego County, California, on _____, 1977, at the hour of 10:00 A.M., for the purpose of adopting the By-Laws and transacting such other and further business as may be brought before said meeting.

This waiver and consent to the meeting is made in compliance with the Corporations Code of the State of California, and we hereby severally consent that the same may be made a part of the records of said meeting and that any business transacted at such meeting shall be as valid and regular as if had at a meeting otherwise called and noticed.

WITNESS our signatures this ___ day of _____,
1977.



ALFRED SCHNEIDER

RICHARD MAITLAND

ALBERT ARDMORE

R. D. OUDERKIRK

GEORGE LINDE

795658
ENDORSED
FILED
to the office of the
MAY 11 1977

ARTICLES OF INCORPORATION
OF
By IRENE SANCHEZ
Deputy

CORONADO SHORES CONDOMINIUM ASSOCIATION NO. 9

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, have this day associated ourselves together for the purpose of forming a corporation under the laws of the State of California, as a nonprofit corporation under the provisions of Part 1 of Division 2, Title 1, of the Corporations Code, as set forth in its Articles of Incorporation;

AND THAT WE HEREBY CERTIFY

FIRST: That the name of the corporation is
CORONADO SHORES CONDOMINIUM ASSOCIATION NO. 9

SECOND: That the specific and primary purposes for which this corporation is formed are:

To provide a means of administering, preserving and maintaining a condominium project to be built on that certain real property in the City of Coronado, County of San Diego, State of California, generally known and described as:

Parcel C, Parcel Map No. 1262, in the
City of Coronado, County of San Diego,
State of California, recorded in the
Office of the County Recorder of said
County,

all in accordance with the provisions of deeds of conveyance and declarations of covenants, conditions and restrictions and grant and reservations of easements filed or to be filed, and any amendments thereto, affecting said condominium project on said described real property.

In addition to the primary purposes, the corporation shall have the following general purposes or powers:

1. The corporation shall have all of the common law and statutory powers of a corporation not for profit which are not in conflict with the terms of these Articles.

2. The corporation shall have all of the powers reasonably necessary to implement the purposes of the corporation, including but not limited to the following:

(a) To make and collect assessments against members to defray the costs of the condominium project.

(b) To use the proceeds of assessments to pay all expenses in connection therewith and all other expenses incident to the conduct of the corporation.

(c) The maintenance, repair, replacement, improvement, and operation of the condominium project.

(d) The reconstruction of improvements after casualty and the further improvement of the property.

(e) To make and amend regulations respecting the use of the property in the condominium project.

(f) To borrow money, to mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.

(g) To enforce by legal means, the provisions of the condominium plan and all documents related to the condominium project,

these Articles, the By-Laws of the corporation and the regulations for the use of the property in the condominium project.

(h) To contract for the management of the condominium project and to delegate to such contractor all powers and duties of the corporation except such as are specifically required by these Articles or the By-Laws of the corporation to have approval of the Board of Directors or the membership of the corporation.

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 not, except where otherwise expressed, be construed as a limitation upon the general purposes for which this corporation is formed, but shall be regarded as independent purposes and powers. Notwithstanding any contrary provision herein, no part of the activities of this corporation shall consist in carrying on propaganda or otherwise attempting to influence legislation, and the carrying on by this corporation at a profit of any business hereinabove recited as a purpose of this corporation shall be merely incidental to and in furtherance of the general community betterment and recreational purposes for which this corporation is formed.

THIRD: That every person or entity who is a record owner of a condominium which is subject by covenants of record to assessment by this corporation, including contract sellers, shall be eligible to be a member of this corporation. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. No owner shall have more than one membership for

each Condominium owned. Membership shall be appurtenant to and may not be separated from ownership of any condominium which is subject to assessment by this corporation.

FOURTH: That the County in the State of California where the principal office for the transaction of the business of this corporation is to be located is San Diego County.

FIFTH: That the number of directors of this corporation shall be five (5) and said number may be changed by a duly adopted amendment to the By-Laws, except that in no event may the number of directors be less than five (5).

The names and addresses of the persons who are appointed to act as the first directors and the Executive Board of this corporation, and to continue to act as such directors and the Executive Board until the election and qualification of their successors, are as follows:

<u>Names</u>	<u>Addresses</u>
Alfred Schneider	1100 Glendon Avenue, Suite 1200 Los Angeles, California 90024
Richard Maitland	1100 Glendon Avenue, Suite 1200 Los Angeles, California 90024
Albert Ardmore	1100 Glendon Avenue, Suite 1200 Los Angeles, California 90024
R. D. Ouder Kirk	1100 Glendon Avenue, Suite 1200 Los Angeles, California 90024
George Linde	1100 Glendon Avenue, Suite 1200 Los Angeles, California 90024

SIXTH: That the voting and other rights and privileges of the different classes of membership are to be set forth and provisions therefor made in the By-Laws of this corporation and the By-Laws are to set forth and make provisions for the election and the term of office of the Board of Directors.

SEVENTH: That this corporation is organized pursuant to the general Nonprofit Corporation Law and does not contemplate pecuniary gain or profit to the members thereof and no part of the gain, profits or property of this corporation shall be distributed or inure to the benefit of any member or to any private individual.

EIGHTH: That the private property of the members shall not be subject to the payment of corporate debts. The general management of the affairs of this corporation shall be under the control, supervision and direction of the Board of Directors.

NINTH: That this corporation shall exist perpetually.

TENTH: That this corporation shall have no shares of stock.

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed in Title 1, Division 1, Chapter 9 of the Corporations Code and all rights conferred upon members herein are granted subject to this reservation.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 13th day of May, 1977.


ALFRED SCHNEIDER


RICHARD MAITLAND


ALBERT ARDMORE

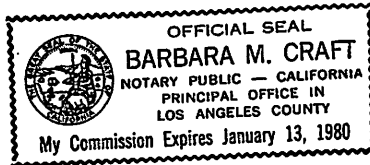

R. D. OUDERKIRK


GEORGE LINDE

State of California)
) ss.
County of Los Angeles)

On this 13th day of May, 1977, before me,
Barbara M. Craft, a Notary Public in and for
the County of Los Angeles, State of California, duly commissioned
and sworn, personally appeared Alfred Schneider, Richard
Maitland, Albert Ardmore, R. D. Ouderkirk and George Linde,
personally known to me to be the said persons whose names
are subscribed to the foregoing Articles of Incorporation as
Incorporators and who are also named therein as Directors,
and who acknowledged to me that they executed the said
instrument.

IN WITNESS WHEREOF, I have hereunto affixed my hand
and official seal this 13th day of May, 1977.



Barbara M. Craft
Notary Public in and for the County
of Los Angeles, State of California