

# **ARTICLES OF INCORPORATION OF PONDEROSA HILLS RECREATION CLUB**

## **A Nonprofit Corporation**

### **I**

The name of this corporation is PONDEROSA HILLS RECREATION CLUB.

### **II**

The specific and primary purpose for which this corporation is formed is the operation of a recreational facility for the use of its membership.

### **III**

The general purposes and powers of the corporation are as follows:

- (a) To engage in all lawful activities and operations usually and normally engaged in by a recreation club.
- (b) To possess and exercise all of the powers conferred by law upon nonprofit corporations and to have all other powers and to do all other acts necessary or incidental to the administration of the affairs and for carrying out the purposes of this corporation, including, without limitation, any or all of the following acts or things;
  - 1. To buy, lease, rent, or otherwise acquire, hold or use, own, enjoy, Sell, exchange, lease as lesser, mortgage, deed in trust, pledge, encumber, transfer upon trust, or otherwise dispose of any and all kinds of property., whether real, personal or mixed, and including shares of stock, bonds or securities of other corporations, and wherever situated;
  - 2. To receive property by devise or bequest, subject to the laws regulating the transfer of property by testamentary disposition; to act as trustee under any trust and to receive, hold, administer and expend funds and property subject to any such trust;
  - 3. To borrow money and to contract debts; to issue bonds, notes and other evidences of indebtedness, and to secure the same by any or all of the property of this corporation, or to issue the same unsecured;
  - 4. To enter into, make, perform and carry out partnerships, joint ventures, and contracts of every kind for any lawful purpose and without limit as to amount with any person, firm or corporation.

Notwithstanding any of the above statements of purposes and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this corporation.

#### IV

This corporation is organized pursuant to the General Nonprofit Corporation Law of the State of California. Nothing contained in the foregoing statement of purposes shall be construed to authorize this corporation to carry on any activity for the profit of its members, or to distribute any gains, profits or dividends to any of its members as such, except upon dissolution or winding up.

#### V

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

#### VI

The number of Directors of this corporation shall be five. The names and addresses of the persons who are appointed to act as Directors until the selection of their successors are as follows:

<b><u>Names</u></b>	<b><u>Addresses</u></b>
William E. Gerber, III	Box 2 Twain Harte, California
Virginia H. Gerber	Box 2 Twain Harte, California
Nellie C. Gerber	Box 2 Twain Harte, California
James T. Ford	4500 Del Rio Road Sacramento, California
Charles J. Miller	3200 Kadema Drive Sacramento, California

## VII

The authorized number and qualifications of the members of this corporation, the different classes of membership, the voting and other rights and privileges of members, and the obligations of members shall be as set forth in the By-Laws of this corporation.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of California, we, the undersigned, constituting the incorporators of this corporation and the persons named hereinabove as its first Directors, have executed these Articles of Incorporation this \_\_\_\_\_ day of \_\_\_\_\_.

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

STATE OF CALIFORNIA, )  
 ) ss.  
COUNTY OF TUOLUMNE )

On this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_, before me  
\_\_\_\_\_, a Notary Public in and for the County  
of Tuolumne, State of California, residing therein, duly commissioned and sworn,  
personally appeared WILLIAM E. GERBER, III, VIRGINIA H. GERBER, and NELLIE  
C. GERBER, known to me to be the persons whose names are subscribed to the within  
instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official  
seal in the County of Tuolumne the day and year in this certificate first above written.

\_\_\_\_\_  
NOTARY PUBLIC in and for the County  
of Tuolumne, State of California.  
Harvey C. Hines

STATE OF CALIFORNIA, )  
 ) ss.  
COUNTY OF TUOLUMNE )

On this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_, before me,  
\_\_\_\_\_, a Notary Public in and for the County  
of Sacramento, State of California., residing therein, duly commissioned and sworn,  
personally appeared JAMES T. FORD and CHARLES J. MILLER, known to me to be  
the persons whose names are subscribed to the within instrument and acknowledged to  
me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official  
seal in the County of Sacramento the day and year in this certificate first above written.

\_\_\_\_\_  
NOTARY PUBLIC in and for the County  
of Sacramento, State of California.