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

OCT 15 1993

Margh Fong E.  
MARGH FONG E. Secretary of State

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**CERTIFICATE OF AMENDMENT**

**OF**

**ARTICLES OF INCORPORATION**

**OF**

**RED HILL NORTH HOMEOWNERS ASSOCIATION**

The undersigned certify that:

1. They are the President and the Secretary, respectively, of **RED HILL NORTH HOMEOWNERS ASSOCIATION**, a California non-profit mutual benefit corporation.
2. The Articles of Incorporation of this corporation are amended and restated in their entirety to read as follows:

**RESTATED ARTICLES OF INCORPORATION**

**OF**

**RED HILL NORTH HOMEOWNERS ASSOCIATION**

**I**  
**NAME**

The name of the corporation (hereinafter called the "Association") is **RED HILL NORTH HOMEOWNERS ASSOCIATION**.

**II**  
**NON-PROFIT CORPORATION/PURPOSES AND POWERS**

This Corporation is a non-profit mutual benefit corporation organized under the Non-Profit Mutual Benefit Corporation Law. The purposes of this Association are to engage in any lawful act or activity for which a corporation may be organized under such law.

## **RED HILL NORTH HOMEOWNERS ASSOCIATION**

### **Certificate of Amendment of Articles of Incorporation - continued:**

Further purposes for which this Association is formed are:

- (a) to provide management, maintenance, preservation, and control of the contiguous lots, parcels, and all areas owned in common by the owners of the separately owned lots, and of the separately owned lots within those certain tracts of real property situated in the County of San Bernardino, State of California, commonly known as RED HILL NORTH.
- (b) to promote the health, safety and best interests of the residents within the above-described property; and,
- (c) to exercise all rights and to perform all of the duties and obligations of the Association as set forth in the Restated Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Restated Declaration", applicable to development, and currently recorded in the Office of the County Recorder of San Bernardino County, California.

This Corporation elects to be governed by all of the provisions of the Non-Profit Corporation Law of 1980 not otherwise applicable to it under Part 5 thereof.

### **III** **MEMBERS**

The authorized number of and qualifications of members of the Association, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collection, shall be as set forth in the corporation ByLaws, and the Declaration of Covenants, Conditions and Restrictions currently in effect and as amended or restated in the future which are recorded in the official County records.

### **IV** **BOARD OF DIRECTORS**

The affairs of this Association shall be managed by a Board of Directors. The number and term of the Directors shall be as provided in the ByLaws of the Corporation currently in effect and as amended or restated in the future.

**RED HILL NORTH HOMEOWNERS ASSOCIATION**

**Certificate of Amendment of Articles of Incorporation - continued:**

**V**  
**DISSOLUTION**

This Association is intended to qualify as a Homeowners' Association under the applicable provisions of the United States Internal Revenue Code, and of the Revenue and Taxation Code of California. No part of the net earnings of this Association shall inure to the benefit of any private individual except as expressly provided in those sections with respect to the acquisition, construction or provisions for management, maintenance and care of the Association property, and other than by a rebate of excess membership dues, fees and assessments. In the event of the demolition, liquidation or winding up of the Association, upon or after termination of the project, in accordance with the provision for payment, of all debts and liabilities of the Association shall be divided among and distributed to its members in accordance with their respective rights therein.

**VI**  
**AMENDMENTS**

Amendment of these Articles shall require the assent (by vote or written consent) of members representing a majority of a quorum of the voting power of the corporation. A "quorum" for this purpose is as set forth in the ByLaws of the Corporation.

3. The foregoing amendment and restatement of Articles of Incorporation has been duly approved by the Board of Directors of the Association.
4. The foregoing amendment and restatement of Articles of Incorporation has been duly approved by at least a majority of the voting interest of the membership.

We 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.

Date: 9/27/93

Cecil W. Muller

President

CECIL W. MULLER

Typed name of President

Russell L. Fisher

Secretary

RUSSELL L. FISHER

Typed name of Secretary on behalf of **RED HILL NORTH HOMEOWNERS ASSOCIATION**