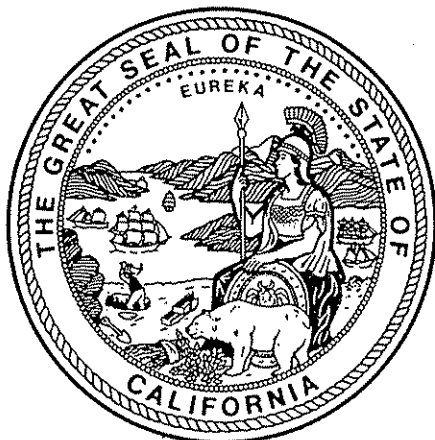


State of California
Secretary of State



I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

BRUCE McPHERSON
Secretary of State

1672622

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

ARTICLES OF INCORPORATION
OF
FLYING-O RANCH
COMMUNITY ASSOCIATION

SEP 17 1990

March Fong Eu
MARCH FONG EU, Secretary of State

I.

The name of this corporation is Flying-O Ranch Community Association (this "Corporation").

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 for which a corporation may be organized under such law.

The specific and primary purpose of this Corporation is to be a residential real estate management association organized and operated to provide for the acquisition, construction, management, maintenance and care of property owned by this Corporation, and property within this Corporation privately owned by members of this Corporation (collectively referred to as "Association Property").

No part of the net earnings of this Corporation shall inure to the benefit of any private member or individual other than by acquiring, constructing or providing management, maintenance and care of Association Property and other than by a rebate of excess membership dues, fees of assessments.

III.

The name and address in the State of California of this Corporation's initial agent for service of process is F. Steven Wyle, 5646 Valley Oak Drive, Los Angeles, CA 90068.

IV.

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 specific purpose of this Corporation.

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v.

These Articles may be amended as provided in the bylaws of this Corporation. If bylaws have not been adopted, these Articles may be amended as provided in the Nonprofit Mutual Benefit Corporation Law.

DATED: September 14, 1990



F. Stephen Wyle
Sole Incorporator

