

OCT 31 2011

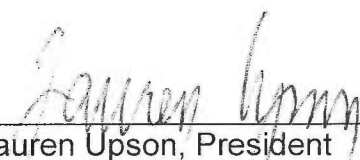
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**AMENDED ARTICLES OF INCORPORATION OF  
HACIENDA CARMEL COMMUNITY ASSOCIATION**

We, the undersigned, Lauren Upson and Marcia Beaumont

1. hereby certify that:
  - a. we are the President and Secretary, respectively, of HACIENDA CARMEL COMMUNITY ASSOCIATION, a California nonprofit corporation, and are duly authorized to execute this Certificate;
  - b. Articles of Incorporation of this Corporation are amended in full to read as follows: See Exhibit "A" attached hereto and incorporated herein by this reference; and
  - c. the foregoing amendment has been approved by the Board of Directors and by the required vote of Members; and
2. each hereby declares under penalty of perjury pursuant to the laws of the State of California, that the matters set forth in this certificate are true of his or her own knowledge.

EXECUTED at Carmel, California, this 13th day of October, 2011.

  
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Lauren Upson, President


  
\_\_\_\_\_  
Marcia Beaumont, Secretary

Exhibit "A"

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**AMENDED ARTICLES OF INCORPORATION OF  
HACIENDA CARMEL COMMUNITY ASSOCIATION**

**ARTICLE 1            NAME**

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The name of the corporation is HACIENDA CARMEL COMMUNITY ASSOCIATION (hereinafter called the "Corporation").

**ARTICLE 2            ORGANIZATION, PURPOSE, AND POWERS  
                                 OF THE CORPORATION**

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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. 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. This Corporation does not contemplate pecuniary gain or profit to the Members thereof, and the specific primary purposes for which it is formed are:

(i) to provide for maintenance, protection, preservation, and architectural control of the separate interests and Common Area, including the attractiveness and value thereof, and the landscaping, structures, and facilities thereon, within that certain real property located in the County of Monterey, State of California, described as set forth in Exhibit 1,

(ii) to provide for the management, administration, and operation of the above-described property comprising the Hacienda Carmel common interest development and the business and affairs of the Corporation,

(iii) to promote the health, safety, welfare, and interests of all owners of property and residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of the Corporation, and

(iv) to take such action as in the judgment of the Board of Directors shall be necessary or proper or incidental to the foregoing purposes of the Corporation.

**ARTICLE 3 STATEMENT REQUIRED BY CIVIL CODE SECTION 1363.5**

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The Corporation is an association formed to manage a common interest development under the *Davis-Stirling Common Interest Development Act*. The business or corporate office of the Corporation is as follows:

1000 Hacienda Carmel  
Carmel, Ca 93923

The business office of the Corporation is located in the development.

The Corporation does not have a managing agent as defined in *Civil Code* section 1363.1.

**ARTICLE 4 MEMBERSHIP**

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Every person or entity that is a record owner of a fee or undivided fee interest in any separate interest within the real property described in Article 2 hereof, which is subject by covenants of record to assessment by the Corporation, including contract sellers, shall be a Member of the Corporation. The foregoing is not intended to include persons or entities that hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to, and may not be separated from, ownership of any separate interest which is subject to assessment by the Corporation.

**ARTICLE 5 VOTING RIGHTS**

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The Corporation shall have one (1) class of voting membership, comprising all Members, whose voting rights shall be as set forth in the Bylaws of the Corporation.

**ARTICLE 6 BOARD OF DIRECTORS**

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The affairs of this Corporation shall be managed by a Board of Directors. The number of Directors, their qualifications, and the manner of their selection shall be as set forth in the Bylaws of the Corporation.

**ARTICLE 7                    LIMIT ON POWERS; TAXATION**

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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. This Corporation is intended to qualify as a Homeowners Association under the applicable provisions of Section 528 of the United States *Internal Revenue Code* ("IRC") and of Section 23701t of the *Revenue and Taxation Code* of the State of California ("R&TC"), as each may be amended from time to time. No part of the net earnings of this Corporation shall inure to the benefit of any private individual, except as expressly provided in IRC Section 528 and R&TC Section 23701t with respect to the acquisition, construction, or provision for management, maintenance, and care of the Corporation property, and other than by rebate of excess membership dues, fees, or assessments.

**ARTICLE 8                    DISSOLUTION**

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To the extent required pursuant to *Corporations Code* section 8724, so long as there is any lot or parcel for which the Corporation is obligated to provide management, maintenance, preservation, or control, the Corporation shall not transfer all or substantially all of its assets or file a certificate of dissolution without the approval of one hundred percent (100%) of the Members. In the event of the dissolution, liquidation, or winding-up of the Corporation, upon or after termination of the development in accordance with provisions of the recorded declaration governing the property comprising the development, the Corporation's assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation shall be divided among and distributed to its Members in accordance with their respective rights therein.

**ARTICLE 9                    AMENDMENTS**

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Any amendments to these Amended Articles of Incorporation shall require the approval of the Board of Directors and the approval by the affirmative vote of Members representing at least a majority of the total voting power of the Corporation.

**Exhibit 1  
Legal Description**

Real property situate in the County of Monterey, State of California described as follows:

PARCEL 1:

That certain real property situate in Lot 11, Hatton Partition, Rancho Canada de la Segunda, County of Monterey, State of California, particularly described as follows:

BEGINNING at the southwesterly corner of Lot 11, said corner being South 77° 30' East, 75.0 feet from Station CS-16, of the boundary survey of Rancho Canada de la Segunda, as said Lot 11, said Station CS-16, and said boundary are shown on that certain map entitled, "Partition Map of Hatton Property in Rancho Canada de la Segunda," a copy of which map is attached to certified copy of order granting consent to partition recorded March 17, 1927, and filed in Volume 109, Official Records of Monterey County, California, at page 1; thence from said point of beginning and following the westerly line of said Lot 11

- (1) North 812.68 feet to the approximate centerline of the high water channel of the Carmel River as now existing (1952); thence leaving said westerly line and following said approximate centerline of the Carmel River
- (2) N. 75° 14' E., 411.40 feet; thence
- (3) S. 81° 59' E., 474.10 feet; thence
- (4) S. 69° 04' E., 551.60 feet (at 488.60 feet, the southwesterly corner of that certain 10.37 acre tract of land conveyed from Frank D. and Irene H. Hatton to George M. and Jennie E. Dollar by a deed recorded September 8, 1943, in Volume 809, Official Records of Monterey County, at page 112); 551.60 feet; thence along the southerly line of said 10.37 acre tract of land
- (5) N. 86° 11' E., 541.60 feet, to the southeasterly corner of said 10.37 acre tract of land, said corner being the southwesterly corner of that certain 9.54 acre tract of land conveyed from R.A. Densmore to James F. and Dorothy Rodgers Fisher by a deed dated June 2, 1947, and recorded June 5, 1947, in Volume 980, Official Records of Monterey County at page 408; thence, following the southerly line of said 9.54 acre tract of land
- (6) N. 85° 51' E., 410.40 feet; thence

(7) S. 71° 39' E., 267.04 feet (at 88.00 feet leave said line of said 9.54 acre tract of land) 267.04 feet; thence

(8) S. 52° 36' 30" E., 266.71 feet, to the northeasterly corner of that certain 0.470 acre tract of land described as Parcel C in that certain joint tenancy deed (quitclaim) from Frank and Mary E. Smith to Arthur C. and Martha K. Oppenheimer dated February 14, 1948, and recorded March 18, 1948, in Volume 1045, Official Records of Monterey County, California, at page 208; thence, following the northerly line of said 0.470 acre tract and the westerly prolongation thereof

(9) N. 80° 29' 30" W., 701.44 feet (at 94.71 feet the most westerly corner of said 0.470 acre tract, said corner being the most easterly corner of that certain 0.231 acre tract of land described as Parcel 3 in that certain joint tenancy deed (quitclaim) from Arthur C. and Martha K. Oppenheimer to Frank and Mary E. Smith, dated February 14, 1948, and recorded March 18, 1948, in Volume 1045, Official Records of Monterey County, at page 213, at 392.96 feet the most westerly corner of said 0.231 acre tract of land, said corner being the most easterly corner of that certain 0.629 acre tract of land described as Parcel B in said quitclaim deed from Smith to Oppenheimer) 701.44 feet to a 2" iron pipe marked "SCL;" thence

(10) S. 37° 29' W., 728.79 feet (at 591.83 feet the most southerly corner of said 0.629 acre tract, said corner being the most northerly corner of that certain 0.004 acre tract of land described as Parcel 2 in said quitclaim deed from Oppenheimer to Smith, at 606.35 feet the centerline of a right of way at 621.02 feet a 4"4" post marked "ROW") 728.79 feet to a 2" iron pipe marked "SCM"; thence

(11) S. 66° 29' W., 664.20 feet (at 4.96 feet the most westerly corner of said 0.004 acre tract of land, said corner being the most easterly corner of that certain 0.432 acre tract of land described as Parcel A in said quitclaim deed from Smith to Oppenheimer, at 461.26 feet the most westerly corner of said 0.432 acre tract of land, said corner being the most easterly corner of that certain 0.781 acre tract of land described as Parcel 1 in said quitclaim deed from Oppenheimer to Smith) 664.20 feet to a 2" iron pipe marked "SCN"; thence, following the southerly line of said 0.781 acre tract.

(12) N. 80° 03' W., 598.00 feet to a 2" iron pipe marked "SCO"; thence

(13) N. 71° 03' W., 234.15 feet to a 4"x4" post; thence

(14) N. 12° 28' 30" E., 19.67 feet, to the northwesterly corner of said 0.781 acre tract of land, said corner being a point on the southerly line of said Lot 11, as shown on said map; thence, following said southerly line of said Lot 11

(15) N. 77° 30' W., 253.40 feet to the point of beginning, containing 41.26 acres, more or less, and being a portion of said Lot 11, Hatton Partition.

PARCEL 2:

(Page 3 of 6)

The easterly 30 feet of lot numbered 8 and the westerly 30 feet of lot numbered 9 as said lot is shown on that certain map entitled "Tract No. 279 Descanso Oaks Estates, being a subdivision of a portion of Lot 11 of the Hatton Partition of the Rancho Canada de la Segunda, Carmel Valley, Monterey County, California," filed for record October 4, 1955, in the office of the County Recorder of the County of Monterey, State of California, in Volume 6 of Maps "Cities and Towns," at page 66.

PARCEL 3:

Certain real property situate in Lot 12, Hatton Partition, in Rancho Canada de la Segunda, County of Monterey, State of California, particularly described as follows:

Beginning at the southeasterly corner of Lot 12 of the Hatton Partition, as said corner an lot are shown on that certain map entitled "Partition Map of Hatton Property in Rancho Canada de la Segundo", a copy of which is attached to the certified copy of the orders granting consent to partition recorded March 17, 1927 in Volume 109, at page 1, Official Records of Monterey County, California, said point of beginning being also the southeasterly corner of that certain 4.768 acre parcel, as said corner and parcel are shown on that certain map entitled, "Record of Survey for Mary Hatton in Lot 12, Hatton Partition", recorded August 9, 1965 in Volume X-3 of Surveys, at page 220, Official Records of Monterey County, California; thence running along the east boundary of said lot and said parcel

- 1) North, 765.93 feet; thence leaving said east boundary and running along the westerly boundary of said parcel as shown on said map of survey
- 2) S. 58° 35' 40" W., 141.07 feet; thence
- 3) S. 39° 01' 50" W., 206.04 feet; thence
- 4) S. 20° 27' 45" W., 517.48 feet to the southwesterly corner of said parcel, as said corner being also a point on the southerly boundary of said Lot 12, thence along said southerly boundary
- 5) S. 85° 00' E., 359.21 feet; thence
- 6) S. 77° 30' E., 75.00 feet the point of beginning,

Excepting therefrom that portion of the property described in the deed from Mary S. Hatton, Natalie Branson, Janice Gladstone and Peter C. Hatton, to Carmel Sanitary District, recorded November 15, 1967 in Reel 531 of Official Records of Monterey County at page 87.

PARCEL 4:

A right of way for roadway and utilities purposes over a strip of land 60 feet wide, particularly described as follows:

Beginning at the most northerly corner of that certain 4.760 acre parcel, as said corner and parcel are shown on that certain map entitled "Record of Survey for Mary Hatton in Lot 12, Hatton Partition", recorded August 9, 1965, in Volume X-3 of Surveys, at page 220, Official Records of Monterey County, California, said corner being also a point on the east boundary of Lot 12, of the Hatton Partition, as said boundary and lot are shown on that certain map entitled "Partition of Map of Hatton Property in Rancho Canada de la Segunda", a copy of which is attached to the certified copy of the order granting consent to partition, recorded March 17, 1927 in Volume 109 at page 1, Official Records of Monterey County, California; thence running along said boundary

- 1) North, 958.72 feet to a point which bears South, 359.35 feet distant from the northeasterly corner of said Lot 12; thence leaving said boundary
- 2) West, 240.12 feet; thence
- 3) North, 397.61 feet to a point of intersection with the southerly line of that certain 2.81 acre parcel as described in deed from Howard Hatton and Mary S. Hatton to the County of Monterey, dated September 13, 1950, and recorded September 22, 1950 in Volume 1247 at page 350, Official Records of Monterey County, California; thence along said southerly line
- 4) N. 73° 50' 24" W., 62.47 feet; thence leaving said southerly line and running parallel with and 60.00 feet westerly of hereinabove described course (3)
- 5) South, 475.00 feet; thence running parallel with and 60.00 feet southerly of aforesaid course (2)
- 6) East, 240.12 feet; thence running parallel with and 60.00 feet westerly of aforesaid course (1)
- 7) South 935.35 feet to a point on the northwesterly boundary of said 4.768 parcel; thence leaving said parallel line and running along said northwesterly boundary
- 8) N. 58° 35' 40" E., 70.30 feet to the point of beginning.



PARCEL 5:

A RIGHT OF WAY FOR ROAD PURPOSES OVER A STRIP OF LAND 25.00 FEET WIDE LYING 12.50 FEET ON EITHER SIDE OF THE FOLLOWING DESCRIBED CENTERLINE:

BEGINNING AT POINT "A" HEREINABOVE MENTIONED AS LYING ON SAID COURSE (9) OF THE DESCRIPTION OF SAID 21.57 ACRE TRACT OF LAND, SAID POINT "A" BEING S. 37° 29' W., 606.35 FEET FROM SAID 2" IRON PIPE MARKED "SCL" THENCE

(1) S. 84° 03' 10" E., 400.65 FEET TO A POINT FROM WHICH A 4" X 4" POST ON THE SOUTHERLY LINE OF SAID RIGHT OF WAY BEARS S. 6° 13' 50" W., 12.50 FEET; THENCE

(2) S. 83° 29' 10" E., 914.52 FEET TO A POINT FROM WHICH A 4" X 4" POST ON THE SOUTHERLY LINE OF SAID RIGHT OF WAY BEARS S. 30' 50" W., 12.50 FEET; THENCE, CURVING TO THE RIGHT

(3) 149.71 FEET ALONG THE ARC OF A TANGENT CURVE THE CENTER OF WHICH BEARS S. 6° 30' 50" W., 120.98 FEET (LONG CHORD BEATS S. 48° 02' 10" E., 140.33 FEET) TO A POINT OF REVERSE CURVATURE FROM WHICH A 4" X 4" POST ON SAID SOUTHERLY LINE BEARS S. 77° 24' 50" W., 12.50 FEET; THENCE CURVING TO THE LEFT

(4) 144.59 FEET ALONG THE ARC OF A TANGENT CURVE THE CENTER OF WHICH BEARS N. 77° 24' 50" E., 172.54 FEET (LONG CHORD BEATS S. 36° 35' 35" E., 140.39 FEET) TO A POINT ON THE CENTERLINE OF THAT CERTAIN RIGHT OF WAY 20 FEET WIDE CONVEYED FORM RANCHO SAN CARLOS, A CORPORATION, TO FRANK D. HATTON, BY A DEED DATED JULY 18, 1928 AND RECORDED JULY 28, 1928 IN VOLUME 161, OFFICIAL RECORDS OF MONTEREY COUNTY, CALIFORNIA, AT PAGE 10, SAID POINT BEING THE EASTERLY TERMINAL POINT OF THE CENTERLINE OF THE RIGHT OF WAY NOW BEING DESCRIBED AND THE POINT OF BEGINNING OF THE DESCRIPTION OF THE CENTERLINE OF THE RIGHT OF WAY NEXT HEREINAFTER DESCRIBED.

PARCEL 6:

A RIGHT OF WAY FOR ROAD PURPOSES OVER A STRIP OF LAND 20.00 FEET WIDE, LYING 10.00 ON EITHER SIDE OF THE FOLLOWING DESCRIBED CENTERLINE, AND BEING A PORTION OF SAID RIGHT OF WAY 20.00 FEET WIDE CONVEYED BY SAID DEED FROM RANCHO SAN CARLOS INC. TO FRANK D. HATTON:

BEGINNING AT SAID EASTERLY TERMINAL POINT OF THE CENTERLINE OF SAID RIGHT OF WAY 25.00 FEET WIDE HEREINBEFORE DESCRIBED; THENCE, FOLLOWING THE CENTERLINE OF SAID RIGHT OF WAY 20.00 FEET WIDE CONVEYED BY SAID DEED

(1) N. 4° 46' E., 81.20 FEET; THENCE

(2) 11° 51' E., 93.30 FEET; THENCE

(3) N. 12° 17' E., 151.70 FEET, TO A POINT ON THE CENTERLINE OF THE BRIDGE FORMERLY OWNED BY GEORGE GORDON MOORE OVER THE CARMEL RIVER FROM WHICH POINT A CROSS ON THE DOWNSTREAM HANDRAIL OF SAID BRIDGE BEARS N. 54° 45' W., 9.20 FEET, AND A CROSS ON THE UPSTREAM HANDRAIL BEARS S. 54° 45' E., 9.20 FEET, AND STATION CS-12 BEARS N. 54° 45' W., 901.20 FEET, SAID STATION BEING SHOWN ON SAID MAP ENTITLED "PARTITION MAP OF HATTON PROPERTY IN RANCHO CANADA DE LA SUGUNDA" SAID POINT ON SAID BRIDGE BEING THE POINT OF BEGINNING OF THE DESCRIPTION OF SAID RIGHT OF WAY IN SAID DEED; THENCE

(4) N. 12° 30' E., 40.05 FEET, TO A POINT ON THE NORTHERLY BOUNDARY OF RANCHO EL POTRERO DE SAN CARLOS AS SAID BOUNDARY IS DESCRIBED IN THAT CERTAIN DEED CONVEYING A PORTION OF SAID RANCHO FROM CARL H. ABBOTT, COMMISSIONER, TO GERALD F. HERRMAN, GEORGE BLISS HERRMANN, EDITH R. SPIKER AND HAROLD BLISS RUCKER, DATED MAY 31, 1939 AND FILED JUNE 1, 1939 IN VOLUME 620, OFFICIAL RECORDS OF MONTEREY COUNTY, CALIFORNIA, AT PAGE 213, SAID POINT ON SAID BOUNDARY BEING MORE PARTICULARLY N. 49° 56' W., 567.94 FEET, FROM A 4" X 4" POST MARKED "SCJ" AT A CORNER IN SAID BOUNDARY, AND SAID POINT BEING ALSO N. 12° 30' E., 7.45 FEET FROM THE CENTER POINT OF THE CENTER PIER OF SAID BRIDGE.

PARCEL 7:

A RIGHT OF WAY FOR ROAD PURPOSES OVER ALL OF THAT CERTAIN 1.2 ACRE PARCEL OF LAND DESCRIBED IN THAT CERTAIN DEED FROM FRANK D. HATTON TO RANCHO SAN CARLOS INC., DATED JULY 18, 1928 AND RECORDED JULY 28, 1928 IN VOLUME 161, OFFICIAL RECORDS OF MONTEREY COUNTY, CALIFORNIA AT PAGE 6.