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**FILED**  
In the Office of the Secretary of State  
of the State of California

JUL 17 2002

*Bill Jones*  
BILL JONES, Secretary of State

**ARTICLES OF INCORPORATION  
OF  
VILLAGE AT OASIS  
HOMEOWNERS ASSOCIATION, INC.,  
A CALIFORNIA NONPROFIT MUTUAL BENEFIT CORPORATION**

**I.**

The name of this corporation is: VILLAGE AT OASIS HOMEOWNERS ASSOCIATION, INC.

**II.**

A. This corporation is a nonprofit mutual benefit corporation organized under the Nonprofit Mutual Benefit Corporation Law of the State of California. The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under such law.

B. The specific purposes for which this corporation is formed are to own, and/or manage, administer, and maintain certain real property and real property improvements located within the City of Palm Springs, County of Riverside, State of California. Said management, administration and maintenance, shall be accomplished in accordance with the terms and provisions set forth in that certain Declaration of Covenants, Conditions, and Restrictions for Village At The Oasis Homeowners Association (hereinafter referred to as the "Declaration"), to be recorded in the Official Records of Riverside County, State of California, as required by Section 1355 of the California Civil Code.

C. This corporation is formed to manage a common interest development under the Davis-Stirling Common Interest Development Act. Its corporate office is located on the site of the common interest development at 4190 East Palm Canyon Drive, Palm Springs, California 92264-5200.

**III.**

The name and address of the Association's managing agent is Terry Durst, Oasis Resort and Management Company located at 4190 East Palm Canyon Drive, Palm Springs, California 92264-5200.

**IV.**

The name and address in the State of California of this corporation's initial agent for service of process is:

**TERRY DURST  
4190 East Palm Canyon Drive  
Palm Springs, California 92264-5200**

V.

If a two class voting system is in effect, these Articles may be amended by the vote or written assent of a majority of the voting power of a quorum of the members of each class.

If a one class voting system is in effect, these Articles may be amended by the vote or written assent of (i) a majority of the governing body, and (ii) a majority of the total voting power of the Association, and (iii) a majority of the votes of members other than the Declarant under the Declaration.

VI.

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.

VII.

This corporation is not organized, nor shall it be operated, for pecuniary gain or profit, and it does not contemplate the distribution of gains, profits, or dividends to its members and is organized solely for nonprofit purposes. The property, assets, profits, and net income of this corporation are irrevocably dedicated to charitable purposes, and no part of the profits or net income of this corporation shall ever inure to the benefit of any director, officer, or member or to the benefit of any private shareholder or individual. On the dissolution or winding up of this corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation, or corporation that is organized and operated exclusively for charitable purposes and that has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code and Section 23701d of the Revenue and Taxation Code.

The undersigned incorporator of VILLAGE AT OASIS HOMEOWNERS ASSOCIATION, INC. has executed these Articles of Incorporation on July 16, 2002.

  
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JAMES M. SCHLECHT, Incorporator