

WHEN FILED MAIL TO;

Western States Subdivision Consulting
Attn. D. L. "Dan" Huntley
P. O. Box 955
Rancho Murieta, CA 95683

FILED

IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

ARTICLES OF INCORPORATION

OF

MAR 01 1991

1615-91
CHERYL A. LAU SECRETARY OF STATE

ORION CONDOMINIUM ASSOCIATION, INC.

Cheryl Lau

~~KNOW ALL MEN BY THESE PRESENTS~~

That we, the undersigned, do hereby associate ourselves together for the purposes of forming a non-stock, nonprofit cooperative corporation, pursuant to provisions of Sections 81.410 and 81.540, inclusive of Nevada Revised Statutes, and we do hereby make, subscribe, acknowledge, certify and adopt the following Articles of Incorporation:

I

The name of this corporation is "ORION CONDOMINIUM ASSOCIATION, INC.", hereinafter called the "Association".

II

This corporation is a nonprofit cooperative corporation organized under the Nonprofit cooperative Corporation Law. The purpose of this corporation is to engage in any lawful act of activity for which a corporation may be organized under such law. More specifically, the corporation will repair, maintain and manage common areas, enforce the rules and regulations as adopted by the Board of Directors from time to time, and discharge such other lawful duties

and responsibilities as may be required pursuant to the corporation's Bylaws and the Declarations of Covenants, Conditions and Restrictions (the "Declaration") recorded in the Office of the Recorder of Douglas County, State of Nevada, with respect to that certain real estate condominium development located within said County and commonly referred to as Tahoe Village, Unit No. 1, Lot 31, and more particularly described as follows:

Unit 1, as set forth on the Condominium Map of Lot 31, TAHOE VILLAGE UNIT NO #1, SEVENTH AMENDED MAP, recorded December 8, 1983 as Document No. 92316, Official Records of Douglas County.

III

The name and address in this state of the corporation's initial agent for service of process and place of business are James A. Yarrow, 294-1 Orion Lane, Stateline, Nevada, P. O. Box 5965, Stateline, Nevada 89449.

IV

This corporation is intended to qualify as a Homeowners' Association under the applicable provisions of the Internal Revenue Code and of the Revenue and any Taxation Code of Nevada if applicable. No part of the net earnings of this corporation shall inure to the benefit of any private individual, except as expressly provided in those Sections with respect to the acquisition, construction, or provision for management, maintenance, and care of the corporation's property, and other than be a rebate of excess membership dues, fees, or assessments. The term for which the Association shall exist shall

be fifty (50) years, and in the event of the dissolution, liquidation, or winding up of the corporation, upon or after termination of the aforementioned real estate project in accordance with provisions of the Declaration, the corporation's assets remaining after payment, or provision for payment, of all known debts and liabilities of the corporation shall be divided among and be distributed to the members thereof in accordance with their respective rights therein.

V

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. The Association is not authorized to have and shall not issue any capital stock.

VI

The authorized number, and qualifications for membership in this corporation, the property, voting and other rights and privileges of Members and their liability to dues and assessments and the methods of collection thereof, shall be as provided for in the Bylaws of this corporation and the Declaration.

VII

(a) These articles of Incorporation may be amended from time to time, in any and as many respects as desired, so long as (i) the Articles, as amended, contain only such provisions as it would be lawful to insert in original filed at the time of the amendment, and (ii) the procedures and requirements for amendment set forth in this

Section and any applicable provisions of the Nevada Nonprofit Corporation Law and Regulations of the Nevada Real Estate Commissioner are observed.

(b) Any amendment of the Articles hereunder shall require the vote or consent by written ballot of (i) at least a bare majority of the governing body; (ii) at least a bare majority of the voting power of the Association.

VIII

The Association shall have not less than three (3) directors. All directors shall be members of the Association.

IV

The members of the first board of directors of the Association named herein shall serve until a special meeting of the members of the Association called for the purpose of electing their successors. Such special meeting shall be held not later than the earlier of (1) one hundred twenty (120) days after the recordation of the Articles of Incorporation; or (2) sixty (60) days after a sale of an interest other than the original Owners of record on the date these Articles of Incorporation are recorded at the Secretary of States Office. Such meeting shall be called, noticed and conducted in accordance with these Articles, and the Bylaws of the Association. The names and addresses of those selected to act as directors of the Association for the first initial period or until their successors shall have been elected and have accepted office are:

Gary Leroy Towle
8300 Niessen Way
Fair Oaks, CA 95628

Sayed A. Hussain
729 Sunrise Ave., # 604
Roseville, CA 95661

James A. Yarrow
294-1 Orion Lane
Stateline, Nevada 89449

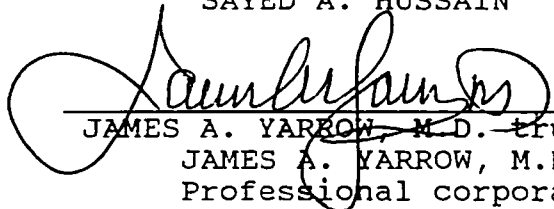
The undersigned, who are the incorporators of the Association, and Owners have executed the foregoing Articles of Incorporation on the date so indicated next to the signature.



GARY LEROY TOWLE 11/5/90

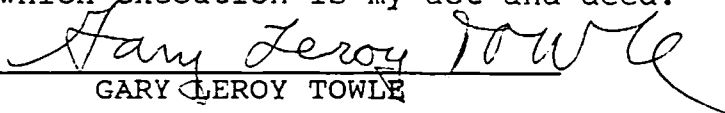


SAYED A. HUSSAIN 11/5/90



JAMES A. YARROW, M.D. trustee for,
JAMES A. YARROW, M.D. a
Professional corporation
PENSION AND PROFIT SHARING PLAN, TRUST 11/5/90

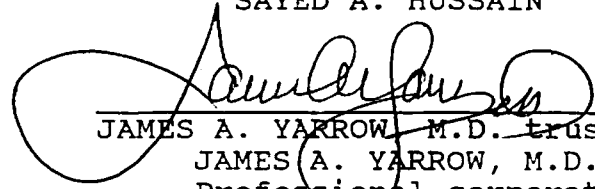
I hereby declare that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.



GARY LEROY TOWLE 11/5/90



SAYED A. HUSSAIN 11/5/90



JAMES A. YARROW, M.D. trustee for,
JAMES A. YARROW, M.D. a
Professional corporation
PENSION AND PROFIT SHARING PLAN, TRUST 11/5/90

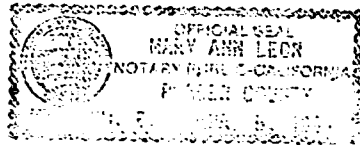
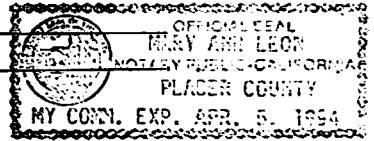
STATE OF CALIFORNIA Placer ss.
COUNTY OF

On November 5, 1990 before me, the undersigned, a Notary Public in and for
said State, personally appeared Gary Leray Smith

personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same.

WITNESS my hand and official seal.

Signature Mary Ann Leon



(This area for official notarial seal)

3001 (6/82) (Individual)

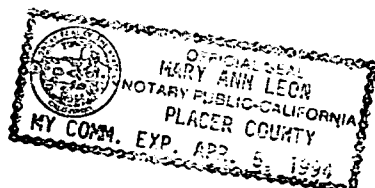
STATE OF CALIFORNIA Placer ss.
COUNTY OF

On November 5, 1990 before me, the undersigned, a Notary Public in and for
said State, personally appeared Jayce H. Hansen

personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same.

WITNESS my hand and official seal.

Signature Mary Ann Leon



(This area for official notarial seal)

3001 (6/82) (Individual)

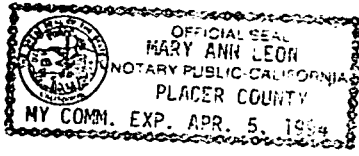
STATE OF CALIFORNIA Placer ss.
COUNTY OF

On November 5, 1990 before me, the undersigned, a Notary Public in and for
said State, personally appeared Jessie Jarrow

personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same.

WITNESS my hand and official seal.

Signature Mary Ann Leon



(This area for official notarial seal)

3001 (6/82) (Individual)

STATE OF NEVADA
Department of
State

I hereby certify that this is a true
and complete copy of the document
as filed in this office.

MAR 01 1991

DATED: _____

Cheryl A. Lau

CHERYL A. LAU
Secretary of State

By _____

Harri Brooks

STATE OF NEVADA

Secretary

Of State



FILED
IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

CERTIFICATE OF ACCEPTANCE OF APPOINTMENT
BY RESIDENT AGENT

CHERYL A. LAU SECRETARY OF STATE

No. 1615-91

IN THE MATTER OF ORION CONDOMINIUM ASSOCIATION, INC.
Name of corporation

I, JAMES A. YARROW, with address at Suite 294-1
Name of Resident Agent

Street ORION LANE

Town of STATELINE, County of DOUGLAS, State of

Nevada, hereby accept the appointment as Resident Agent of the above-entitled corporation in accordance with NRS 78.090.

FURTHERMORE, that the principal office in this state is located at Suite 294-1

Street ORION LANE

Town of STATELINE, County of DOUGLAS

State of Nevada.

IN WITNESS WHEREOF, I have hereunto set my hand this 7 day of FEBRUARY

19 91

RECEIVED

FEB 27 1991

James A. Yarrow
Resident Agent

NRS 78.090 Except during any period of vacancy described in NRS 78.097, every corporation shall have a resident agent, who may be either a natural person or a corporation, resident or located in this state, in charge of its principal office. The resident agent may be any bank or banking corporation, or other corporation, located and doing business in this state. . . . The certificate of acceptance must be filed at the time of the initial filing of the corporate papers.

FILED
IN THE OFFICE OF THE
CLERK OF THE
STATE OF NEVADA

STATE OF NEVADA
Department of
State

I hereby certify that this is a true
and complete copy of the document
as filed in this office.

MAR-01 1991

DATED: _____

Cheryl A. Lau

CHERYL A. LAU
Secretary of State

By *Jari Brooks*