

State of California
Secretary of State



I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) has been compared with the record on file in this office, 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 _____

OCT 4 2007

DEBRA BOWEN
Secretary of State

SEP 17 2007

CERTIFICATE OF
RESTATED ARTICLES OF INCORPORATION
OF
PLA-VADA COMMUNITY ASSOCIATION,
A California Mutual Nonprofit Corporation

Chik Brenneman and William Ribeiro certify that:

1. They are the duly and acting President and Secretary, respectively, of said corporation.
2. The Articles of Incorporation of said corporation shall be amended and restated to read in full as follows:

ONE: The name of this corporation is PLA-VADA COMMUNITY ASSOCIATION.

TWO: 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. The exclusive purpose for which this corporation was organized is for the purpose of providing for the acquisition, construction, management, maintenance and care of Association property with respect to Pla-Vada Woodlands Units 1-6, upon which is located residential units, to provide water and sewer to said units; to such other entities as required by that certain judgment entered into between the Association and the State of California, entered in Book 155, Page 39, Official Records of Nevada County, California; and to **properties of nonmembers who, in consideration of a contract for such services, convey a well, water rights or other valuable property rights to Pla-Vada Community Association to enable it to further the foregoing purposes.**

THREE: This Corporation elects to be governed by all the provisions of the Nonprofit Corporation Law effective January 1, 1980 not otherwise applicable to it under Part 5 thereof.

FOUR: Membership in the Association shall be limited to the record title owner of each lot in Units 1-6 of Pla-Vada Woodlands, and otherwise upon such terms; conditions, voting rights and dues as set forth in the bylaws. In the event of the dissolution of the corporation for any reason, any assets of the corporation remaining after compliance with Chapters 15, 16 and 17 of the California Nonprofit Mutual Benefit Corporation Law shall be distributed to such qualified IRC 501(c) (3) entity as may be selected by the Board of Directors.

FIVE: Except through acquisition, construction, management maintenance, or care of Association property, or through the rebate of excess membership, dues, fees or assessments, no part of the net earnings of the corporation shall inure to the benefit of, or be distributed to, its members, trustees, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Two hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, (including the publishing and distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

3: The forgoing amendment and restatement of Articles of Incorporation has been duly approved by the board of directors.

4: The foregoing amendment and restatement of Articles of Incorporation has been duly approved by the required vote of the members.

We further 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: 6/2 June 23, 2007

Chik Brenneman

Chik Brenneman, President

William Ribeiro

William Ribeiro, Secretary

