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J.H.  
JAMES E. HARRIS

AUG 15 1963

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ARTICLES OF INCORPORATION  
of  
SUN CITY CIVIC ASSOCIATION  
(A Non-Profit Corporation)

FILED

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

AUG 21 1963

FRANK M. JORDAN, Secretary of State

*James E. Harris*  
Deputy

-oOo-

KNOW ALL MEN BY THESE PRESENTS:

THAT WE, the undersigned, having voluntarily associated ourselves together for the purpose of forming a non-profit corporation under the laws of the State of California, hereby adopt the following Articles of Incorporation:

repetition of provisions  
of these articles

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Yes

ARTICLE I

The name of the corporation is SUN CITY CIVIC ASSOCIATION.

ARTICLE II

1. The specific and primary purposes for which this corporation is formed are to provide for, promote and protect the general and social welfare and interest of the home owners and residents of the retirement community in Sun City, California; to represent them in matters of public interest; and, to establish, own, operate, maintain and manage community welfare and recreational facilities in Sun City, California, including facilities to be transferred from the developer according to the deed restrictions, purchase contracts and facilities agreements executed between the developer and members of the association.

2. The general purposes for which this corporation is formed are to operate exclusively for civic, cultural, recreational, educational and charitable purposes.

### ARTICLE III

1. The general powers of the corporation are to sue and be sued, to make contracts, to receive property by gift, devise or bequest; to purchase, lease and otherwise acquire and hold property real or personal including shares of stocks, bonds and securities of other corporations; to act as trustee under any trust incidental to the principal objects of the corporation and to receive, hold, administer and expend funds and property subject to such trust; to convey, exchange, lease, mortgage, encumber, transfer upon trust or otherwise dispose of all property real or personal; to borrow money, to contract debts and to issue bonds, notes and debentures and secure the payment or performance of its obligations; to do all other acts necessary or expedient for the administration of the affairs and the attainment of the purposes of the corporation and to have all powers and right to exercise such powers as may be permitted or prescribed by law.

2. The enumeration of the foregoing purposes and powers of the corporation is not intended and shall not be construed to limit or restrict in any manner the powers now or hereafter conferred upon non-profit corporations by the laws of the State of California.

### ARTICLE IV

This corporation is organized pursuant to the general non-profit corporation laws of the State of California and no part

of the net income of the corporation shall inure to benefit any member, director or officer of the corporation. Expenditures or the payment of reasonable compensation for services rendered shall not be deemed to be a distribution of income or principal.

#### ARTICLE V

An existing unincorporated association named Sun City Civic Association is being incorporated by these Articles of Incorporation.

#### ARTICLE VI

The County in the State of California where the principal offices for the transaction of business of this corporation is located is Riverside County, California.

#### ARTICLE VII

The powers of this corporation shall be exercised, its properties controlled and its affairs conducted by a board to be known as the Board of Directors.

The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are as follows:

WILLIAM A. JEFFREY	26785 St. Andrews Drive Sun City, California
JAMES A. GRACE	28466 Pebble Beach Drive Sun City, California
GARDNER W. CARR	28928 Snead Drive Sun City, California
VICTOR HICKS	26678 Par Drive Sun City, California

EDWARD B. DURN

26920 Augusta Drive  
Sun City, California

HENRY I. HULL

28910 Hope Drive  
Sun City, California

KENNETH LOGAN

28991 Hogan Drive  
Sun City, California

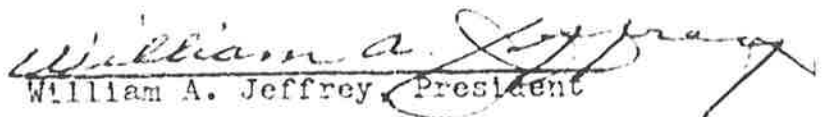
TAYLOR KUSSMAUL

28997 Olympia Way  
Sun City, California

#### ARTICLE VIII

The By-Laws of this corporation shall be adopted, amended or repealed by the membership. The number of directors of the corporation may be fixed and changed by the By-Laws. The qualifications of members, the different classes of membership, if any, the property, voting and other rights and privileges of members or classes of members and the liabilities of such members for dues, assessments, contributions and the method of collection thereof shall be set forth in the By-Laws.

IN WITNESS WHEREOF, the President and Secretary of SUN CITY CIVIC ASSOCIATION, the unincorporated association which is hereby incorporated, have hereunto subscribed their names this 13<sup>th</sup> day of August, 1963.


  
William A. Jeffrey, President

  
Gardner W. Carr, Secretary

STATE OF CALIFORNIA )  
                          ) ss.  
COUNTY OF RIVERSIDE )

On this 13 day of August, 1963, before me, the undersigned, a Notary Public, in and for the State of California, personally appeared William A. Jeffrey and Gardner W. Carr known to me to be the President and Secretary of SUN CITY CIVIC ASSOCIATION whose names are subscribed to the foregoing Articles of Incorporation and acknowledged that they executed the same.

WITNESS my hand and seal the day and year first above written.

  
Notary Public in and for said  
County and State.

My Commission Expires:  
April 24, 1967.