

FEB 01 2005

Kevin Shelley
KEVIN SHELLEY, Secretary of State**ARTICLES OF INCORPORATION****I - NAME**

The name of this corporation is the **WILDWOOD WEST ROAD ASSOCIATION CORPORATION.**

II - GENERAL PURPOSE

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.

Further: The nonprofit unincorporated Wildwood West Road Association is hereby incorporated with the filing of these Articles.

The specific purpose of this corporation is for the protection, safety, maintenance, repair and improvements of Wildwood West Drive, a privately owned and privately maintained roadway in the unincorporated territory of Nevada County, California.

III - AGENT

The initial agent in California for service and process for this corporation is:
James M. Roddy
19402 Wildwood West Drive,
Penn Valley, California 95946-9547

IV - LIMITS OF POWER

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 the furtherance of the specific purposes of this corporation.

V - DIRECTORS

There shall be five Directors. The five Directors of this corporation shall be the same Directors and Officers of the unincorporated nonprofit association known as the Wildwood West Road Association.

VI - MEMBERS

All the current Members of the unincorporated association known as Wildwood West Road Association hereby become members of this nonstock corporation. The members shall have all the rights, privileges, restrictions, conditions and obligations which they had in the unincorporated Association, which are lawful.

There is only one class of Members in this Corporation. All shall be treated equally, and shall have the same voting rights.

VII - RIGHTS OF THE CORPORATION

The Corporation shall have the right to fix, levy, and enforce payment of any charges or assessments to pay expenses incidental to the conduct of the business or the maintenance, improvements or repairs of Wildwood West Drive and this corporation, and other rights in accordance with section 7140 of the California Corporation Code.

Liability of volunteer Directors of the corporation for monetary damages shall be eliminated to the fullest extent of the law.

All assets of the unincorporated Association shall become the property of, and is hereby transferred to, this corporation including all monies on deposit with any bank

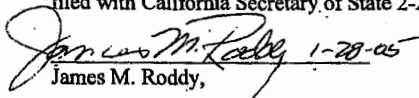
VIII - AMENDMENT OF ARTICLES.

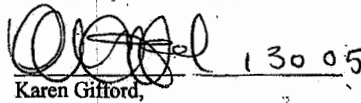
Amendment or repeal of the Articles of this corporation, subject to section 5812c of the Corporation Code, shall be approved in writing by three members of the Board; The Chairman, Secretary, and Treasurer upon a majority vote, 51% or greater, of the Members of this corporation, authorizing such amendments or repeal.

IX - DISSOLUTION

Upon the dissolution or winding up of this corporation a substantial portion of assets must be spent on maintenance, or improvement of Wildwood West Drive. Any assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operate exclusively for the rescue, medical attention and placement in foster homes, stray or injured domestic animals. Any such organization must be located in Nevada County, California and must have tax-exempt status under IRC Section 501(c)(3)

The name of the existing unincorporated association, now being incorporated by the filing of these articles, is the Wildwood West Road Association, number CD-010269 filed with California Secretary of State 2-24-04.

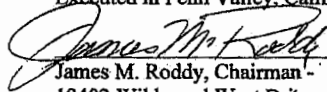

James M. Roddy, 1-28-05


Karen Gifford, 1-30-05

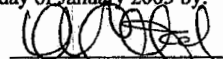
VERIFIED STATEMENT DECLARATION

James M. Roddy and Karen Gifford declare under penalty of perjury under the laws of the State of California that we are the Chairman and Secretary, respectively, of the unincorporated association referred to in the Articles of Incorporation to which this declaration is attached, and that said association has duly authorized its incorporation by means of said articles.

Executed in Penn Valley, California on this 30th day of January 2005 by:

 11-30-05

James M. Roddy, Chairman
19402 Wildwood West Drive
Penn Valley, CA 95946-99547

 13005

Karen Gifford, Secretary
12072 Sunset Hill Road
Penn Valley, CA 95946-9547