

ARTICLES OF INCORPORATION
OF
PGA WEST RESIDENTIAL ASSOCIATION, INC.

1359885
FILED
in the office of the Secretary of State
of the State of California

DEC 12 1985
MARCH FONG Lu, Secretary of State

By Carmelle M. Gray
Deputy

ARTICLE I

Name

The name of the corporation is:

PGA WEST RESIDENTIAL ASSOCIATION, INC.

(sometimes hereinafter referred to as the "Association").

ARTICLE II

Nonprofit

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.

ARTICLE III

Agent For Service of Process

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

James L. Resney
c/o Sunrise Company
75-005 Country Club Drive
Palm Desert, CA 92260

ARTICLE IV

Purposes

The specific and primary purposes for which the Association is formed are to provide for the maintenance, preservation and architectural control of the Condominiums and the Lots within the real property in the City of La Quinta, Riverside County, California (Tract 20717), commonly known as "Sunrise at La Quinta - PGA West," and to promote the health, safety and welfare of the residents within the real property, as more particularly provided for in that certain Declaration of Covenants, Conditions and Restrictions (the "Declaration") executed with respect to the real property. 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.

ARTICLE V

Membership

Every person or entity who is a record owner or who is the purchaser under an installment sales contract of a Condominium or a Lot which is subject to the Declaration shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of such Condominium or Lot. Ownership of such Condominium or Lot shall be the sole qualification for membership.

ARTICLE VI

Voting Rights

The voting and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof shall be as set forth in the Bylaws of the Association.

ARTICLE VII

Board of Directors

(1) The affairs of this Association shall be managed by a Board of Directors, who need not be members of this Association. The number of Directors is set forth in the Bylaws of the Association.

(2) The names and addresses of the persons who are to act in the capacity of Directors of the Association until the selection of their successors are:

<u>Name</u>	<u>Address</u>
Phillip K. Smith, Jr.	75-005 Country Club Drive Palm Desert, California 92260
James L. Resney	75-005 Country Club Drive Palm Desert, California 92260
Warren Smith	75-005 Country Club Drive Palm Desert, California 92260
Michael E. Hulme	75-005 Country Club Drive Palm Desert, California 92260
Bruce Romjue	75-005 Country Club Drive Palm Desert, California 92260
Mary Drury	75-005 Country Club Drive Palm Desert, California 92260
Allan Levin	75-005 Country Club Drive Palm Desert, California 92260

ARTICLE VIII

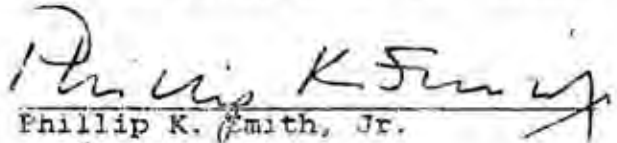
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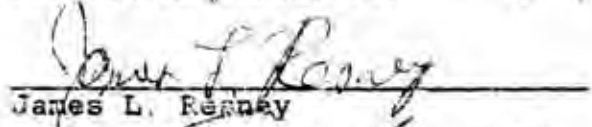
The Association shall exist perpetually.

ARTICLE IX

Amendment

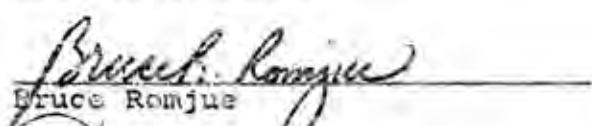
These Articles may be amended by the vote or written assent of a majority of the Board of Directors and (a) so long as there are two classes of voting membership as provided in the Declaration, a majority of each voting class; or (b) thereafter, members representing (i) a majority of the voting power of the Association, and (ii) a majority of the voting power of the Association residing in members other than Declarant (as defined in the Declaration); provided, however, that in those matters where the Declaration, the Bylaws, or these Articles specify a greater voting percentage for action, such greater percentage shall be required for amendment.


Phillip K. Smith, Jr.

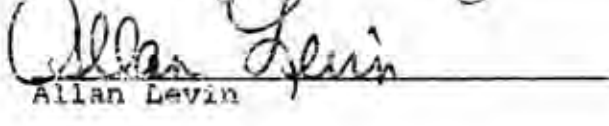

James L. Reaney


Warren Smith


Michael E. Hulme


Bruce Romjue


Mary Drury


Allan Levin

We declare under penalty of perjury under the laws of the State of California that we are the persons who executed the above Articles of Incorporation, and that this instrument is our act and deed.

Date: 12/3/85

Phillip K. Smith, Jr.
Phillip K. Smith, Jr.

Date: 12/3/85

James L. Resney
James L. Resney

Date: 12/3/85

Warren Smith
Warren Smith

Date: 12/3/85

Michael E. Hulme
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Date: 12/3/85

Bruce Romjue
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Mary Drury
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Date: 12/3/85

Allan Levin
Allan Levin

