

ARTICLES OF INCORPORATION
of
GREENMEADOW COMMUNITY ASSOCIATION, INCORPORATED

TO ALL WHO SHALL SEE THESE PRESENTS, GREETINGS:

KNOW YE that JOHN J. BERWALD, H. CHRISTIAN ZWENG, NEDELL LANROS, MURRAY LESSER, ROBERT M. HILL, DONALD F. LUNDGREN and CLINTON PECK, all of whom are citizens and residents of the State of California, have this day voluntarily associated themselves together for the purpose of forming a non-profit corporation under the General Non-Profit Corporation Law of the State of California, and they hereby certify as follows:

FIRST: The name of this corporation shall be GREENMEADOW COMMUNITY ASSOCIATION, INCORPORATED.

SECOND: The specific and primary purposes for which this corporation is formed are:

- a) To incorporate the GREENMEADOW COMMUNITY ASSOCIATION, an unincorporated association.
- b) To sponsor community activities and provide creative and cooperative programs which will contribute to the educational, social and recreational advancement of its members.
- c) To operate any recreational and/or educational facility, nursery school, social hall or additional facility, without profit, for the benefit of its members.

THIRD: The other purposes for which this group is formed are:

- a) To promote the enjoyment, safety and security of each individual and fairly represent the best interests of the community included within the boundaries of this Corporation.
- b) To purchase, acquire, own, hold, lease, sell, exchange and improve all kinds of property, both real and personal, to be used for the purposes of this Corporation as set forth herein.
- c) To enter into, make, perform and carry out contracts of every kind for any lawful purpose with any person or political authority conducive to any of the purposes of this Corporation.
- d) To apply for, purchase, acquire, exercise, carry out and enjoy any benefit, right, privilege or power conferred by, acquired or granted by any law or order which any government or governmental authority or agency or public body may be empowered to enact, make or grant.
- e) To borrow money, issue notes or other obligations of this Corporation for any of the objects or purposes of this Corporation, and to secure the same by pledge, deed of trust or otherwise, or to issue the same unsecured.
- f) To discuss, investigate and recommend to appropriate governmental agencies and other bodies, regarding matters affecting the physical

development of the area within the community, and to aid and participate in such development when possible.

FOURTH: This Corporation is organized pursuant to the General Non-Profit Corporation Law of the State of California.

FIFTH: The county in this State where the principal office for the transaction of business of this Corporation is located in the County of Santa Clara.

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

JOHN J. BERWALD, 261 Creekside Dr., Palo Alto, Ca. President.
H. CHRISTIAN ZWENG, 305 Tioga Ct., Palo Alto, Ca. Vice President.
NEDELL LANROS, 225 Greenmeadow Way, Palo Alto, Ca. Secretary.
MURRAY LESSER, 4062 Ben Lomond, Palo Alto, Ca. Treasurer.
ROBERT M. HILL, 3962 Nelson Ct., Palo Alto, Ca. Member-at-Large.
DONALD F. LUNDGREN, 296 Creekside, Palo Alto, Ca. Member-at-Large.
CLINTON PECK, 4100 MacKay Dr., Palo Alto, Ca. Member-at-Large.

SEVENTH: The name of the existing unincorporated association being incorporated by these Articles is GREENMEADOW COMMUNITY ASSOCIATION.

EIGHTH:

- a) The property of this Corporation shall be owned and operated by this Corporation exclusively for the purposes herein above set forth.
- b) This Corporation is not organized for profit.
- c) No part of the net earnings of this Corporation shall inure to the benefit of any private member or individual.
- d) The property of this Corporation shall not be used or operated by the Corporation, nor by any other person for profit except as an incident to the primary purposes of this Corporation.

NINTH: The powers of this Corporation shall be vested in a Board of Directors, and action of the Board taken as prescribed in these Articles or the By-Laws shall be binding upon the membership. The Board shall consist of a President, Vice President, Secretary and Treasurer, as well as three members-at-large, and shall be elected from and by the membership at the annual April General Membership Meeting; provided, however, that the directors and officers of the Greenmeadow Community Association, an unincorporated association, shall continue in their respective capacities as directors and officers of the Greenmeadow Community Association, Incorporated, until the annual April General Membership Meeting in 1956. The terms of the Board Members shall commence at the close of the annual April meeting and shall expire at the close of the annual April meeting of the following year. Any adult member of a household unit of the Corporation shall be eligible to hold office on the Board. Vacancies occurring on the Board shall be

filled by appointment by the Board, such appointment to terminate at the close of the next annual April meeting. The Board shall meet at least once each month; provided, however, that any meeting may be waived by the Board if there is no business of the Corporation requiring its attention. Special meetings may be held upon the call of the President or any three of the Board Members. The Board may adopt such rules for its own organization and procedure as it sees fit, providing that they do not conflict with these Articles or the By-Laws. Five members of the Board shall constitute a quorum for the transaction of any business.

TENTH: By-Laws, not inconsistent with these Articles, may be adopted, amended or repealed by the Board of Directors, subject to the power of the members to adopt new by-laws or to amend or repeal the by-laws by a majority vote of the membership present at a meeting of members duly called pursuant to the by-laws; provided, however, that a copy of the proposed new by-law, the proposed amendment, or the by-law to be repealed shall be included with the notice of the meeting.

ELEVENTH: Subject to the approval of the members at any duly-called general or special membership meeting, the Board shall have the power to levy assessments or dues on a household basis. However, before such assessments or dues shall be valid, it shall be required that written notice be given to all members of the purpose and amount of the proposed assessment, such notice to be sent to each member at least ten days prior to the meeting at which such assessment is to be considered, at his address as recorded with the Treasurer.

TWELFTH: Upon dissolution or winding up of this Corporation, the assets remaining after the payment of all just debts and obligations of the Corporation shall be distributed to such other similarly exempt eleemosynary organizations or charity as the Board of Directors shall direct.

IN WITNESS WHEREOF, we, the undersigned, the persons named herein above as the first directors of this Corporation, have executed these Articles of Incorporation this 16th day of July 1955.

/s/ John J. Berwald, President
/s/ H. Christian Zweng, Vice President
/s/ Nedell Lanros, Secretary
/s/ Murray Lesser, Treasurer
/s/ Robert M. Hill
/s/ Donald F. Lundgren
/s/ Clinton Peck