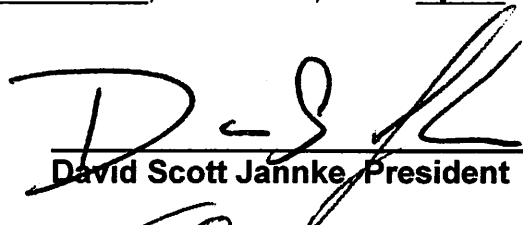

**CERTIFICATE OF AMENDMENT AND RESTATEMENT OF
ARTICLES OF INCORPORATION OF
SUNRISE HOMEOWNERS ASSOCIATION**


We, the undersigned, **David Scott Jannke** and **Tyler Michael Selee**,

1. hereby certify that:
 - a. we are the President and Secretary, respectively, of Sunrise Homeowners Association, a California nonprofit mutual benefit corporation, and are duly authorized to execute this Certificate;
 - b. the Articles of Incorporation of this Corporation are amended and restated in full to read as follows: See Exhibit A attached hereto and incorporated herein by reference; and
 - c. the foregoing amendment and restatement has been approved by the Board of Directors and by the required vote of Members; and
2. each hereby declares under penalty of perjury pursuant to the laws of the State of California, that the matters set forth above are true of his or her own knowledge.

EXECUTED at _____, California, this 1 day of December, 2021.



David Scott Jannke, President



Tyler Michael Selee, Secretary

**AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
SUNRISE HOMEOWNERS ASSOCIATION**

ARTICLE 1 NAME

The name of the corporation is SUNRISE HOMEOWNERS ASSOCIATION (hereinafter called the "Corporation").

**ARTICLE 2 ORGANIZATION, PURPOSE, AND POWERS
 OF THE CORPORATION**

This Corporation elects to be governed by all of the provisions of the Nonprofit Corporation Law of 1980 not otherwise applicable to it under Part 5 thereof. 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. This Corporation does not contemplate pecuniary gain or profit to the members thereof, and the specific primary purposes for which it is formed are:

- (i) to provide for maintenance, protection, preservation, and architectural control of the residential lots (hereinafter referred to as "Lots") and common area, including the attractiveness and value thereof, and the landscaping, structures, and facilities thereon, within that certain real property located in County of Sacramento, State of California, described as follows:

Lots 13 through 106, inclusive, as shown on that certain map entitled "Plat of Tempo Unit No. 2" filed for record on September 12, 1972, in Book 91 of Maps, at Page 19, in the Official Records of Sacramento County, State of California;

Lots 107 through 186, inclusive, Lots 189 through 204, inclusive, and Lots 207 through 242, inclusive, as shown on that certain map entitled "Plat of Tempo Unit No. 3" filed for

record on March 5, 1973, in Book 92 of Maps, at Page 22, in the Official Records of Sacramento County, State of California;

and

Common Area Lots 187, 188, 205 and 206, as shown on that certain map entitled "Plat of Tempo Unit No. 3" filed for record on March 5, 1973, in Book 92 of Maps, at Page 22, in the Official Records of Sacramento County, State of California.

- (ii) to provide for the management, administration, and operation of the above-described property comprising the Sunrise planned development and the business and affairs of the Corporation,
- (iii) to promote the health, safety, welfare, and interests of all owners of property and residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of the Corporation, and
- (iv) to take such action as in the judgment of the Corporation's Board of Directors shall be necessary or proper or incidental to the foregoing purposes of the Corporation.

ARTICLE 3 STATEMENT REQUIRED BY CIVIL CODE SECTION 4280

The Corporation is an association formed to manage a common interest development under the *Davis-Stirling Common Interest Development Act*.

The business or corporate office of the Corporation is as follows:

7132 Woodmore Oaks Drive
Citrus Heights, CA 95610

The physical location of the common interest development is:

Woodmore Oaks Drive & Fair Oaks Boulevard
Citrus Heights, CA 95610

The Corporation does not have a managing agent as defined in *Civil Code* section 4158(a).

ARTICLE 4 MEMBERSHIP

Every person or entity that is a record owner of a fee or undivided fee interest in any Lot within the real property described in Article 2 hereof, which is subject by covenants of record to assessment by the Corporation, including contract sellers, shall be a member of the Corporation (hereinafter referred to as "Member"). The foregoing is not intended to include persons or entities that 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 any Lot which is subject to assessment by the Corporation.

ARTICLE 5 VOTING RIGHTS

The Corporation shall have one (1) class of voting membership, comprised of all Members, whose voting rights shall be as set forth in the Bylaws of the Corporation.

ARTICLE 6 BOARD OF DIRECTORS

The affairs of this Corporation shall be managed by a Board of Directors. The number of directors, their qualifications, and the manner of their selection shall be as set forth in the Bylaws of the Corporation.

ARTICLE 7 LIMIT ON POWERS; TAXATION

This Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers which are not in furtherance of the primary purposes of this Corporation. This Corporation is intended to qualify as a homeowners association under the applicable provisions of Section 528 of the United States *Internal Revenue Code* ("IRC") and of Section 23701t of the *Revenue and Taxation Code* of the State of California ("R&TC"), as each may be amended from time to time. No part of the net earnings of this Corporation shall inure to the benefit of any private individual, except as expressly provided in IRC Section 528 and R&TC Section 23701t with respect to the acquisition, construction, or provision for management, maintenance, and care of the Corporation property, and other than by rebate of excess membership dues, fees, or assessments.

ARTICLE 8 DISSOLUTION

To the extent required pursuant to *Corporations Code* section 8724, so long as there is any lot or parcel for which the Corporation is obligated to provide management, maintenance, preservation, or control, the Corporation shall not transfer all or substantially all of its assets or file a certificate of dissolution without the approval of one hundred percent (100%) of the Members. In the event of the dissolution, liquidation, or winding-up of the Corporation, upon or after termination of the development in accordance with provisions of the recorded declaration governing the property comprising the development, the Corporation's assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation shall be divided among and distributed to its Members in accordance with their respective rights therein.

ARTICLE 9 AMENDMENTS

Any amendments to these Amended and Restated Articles of Incorporation shall require the approval of the Board of Directors and the approval by the affirmative vote or written consent of Members representing at least a majority of the Members voting on such amendment provided the number of Members voting thereon shall be sufficient to constitute a quorum.