

3.

Articles of Incorporation

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ENDORSED
FILED

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

OCT 23 1987

MARCH FONG EU, Secretary of State

ARTICLES OF INCORPORATION
OF
EL RIO MOBILE HOME PARK
COOPERATIVE, INC.

A California Nonprofit Public Benefit Corporation

I. NAME

The name of the corporation is El Rio Mobile Home Park
Cooperative, Inc.

II. PURPOSE

(a) This corporation is a nonprofit public benefit
corporation and is not organized for the private gain of any
person. It is organized under the California Nonprofit Public
Benefit Corporation Law for charitable purposes. The general
purpose of this corporation is to have and exercise all rights
and powers conferred on nonprofit corporations under the laws
of California, provided that this corporation shall not,
except to an insubstantial degree, engage in any activities or
exercise any powers that are not in furtherance of the primary
purposes of this corporation.

b) The primary charitable and public purpose for which
the corporation is organized is to operate a mobile home park
for low and moderate income families and individuals as a

limited equity cooperative pursuant to Section 33007.5 of the Health and Safety Code.

III. AGENT OF SERVICE

The name and address in California of the corporation's initial agent for service of process is Cheri Carmody, El Rio Mobile Home Park, 2120 North Pacific Ave., No. 65, Santa Cruz, CA 95060.

IV. DEDICATION AND DISPOSITION

(a) The property of this corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member of this corporation or to the benefit of any private individual.

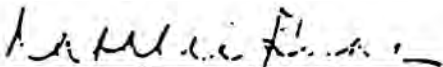
(b) Upon the winding up and dissolution of this corporation, and after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to a nonprofit fund, foundation, or corporation that is organized and operated exclusively for charitable purposes, other than one created for religious purposes, and which has established and maintained its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986 as amended (the "Internal Revenue Code") or the corresponding provision of any future Internal Revenue Code.

V. LIMITATION OF CORPORATE ACTIVITIES

(a) This corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on by: (i) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law: or (ii) by a corporation, contributions to which are deductible under 170 of the Internal Revenue Code or the corresponding provisions of any other United States Internal Revenue Law.

(b) No substantial part of the activities of this corporation shall consist of lobbying or propaganda, or otherwise attempting to influence legislation, except as provided in Section 501(h) of the Internal Revenue Code, and this corporation shall not participate in or interfere in (including publishing or distributing statements) any political campaign on behalf of any candidate for public office except as provided in Section 501(h) of the Internal Revenue Code.

Adopted this 22nd day of October, 1987.


Natalie Gubb, Incorporator