

State of California
Secretary of State



I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That the attached transcript of 3 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

APR 29 2005

BRUCE McPHERSON
Secretary of State

ENDORSED - FILED
In the office of the Secretary of State
of the State of California

APR 26 2005

CERTIFICATE OF RESTATED ARTICLES OF INCORPORATION OF
THE BARRON SQUARE HOMEOWNERS ASSOCIATION

MARLA DEGNER and ELEANOR T. PERKINS certify that:

1. They are the president and secretary of THE BARRON SQUARE HOMEOWNERS ASSOCIATION, a California nonprofit mutual benefit corporation.
2. The Restated Articles of Incorporation have been duly approved by the Board of Directors.
3. The Articles of Incorporation of this corporation are amended and restated in full to read as follows:

RESTATED ARTICLES OF INCORPORATION
OF
THE BARRON SQUARE HOMEOWNERS ASSOCIATION

ARTICLE I
NAME

The name of the corporation (hereinafter called the "Association") is THE BARRON SQUARE HOMEOWNERS ASSOCIATION.

ARTICLE II LOCATION

The Association's physical location is on Thain Way and Maybell Avenue in Palo Alto, California 94306-3927. The nearest cross street is Maybell Avenue.

ARTICLE III PURPOSES OF THE ASSOCIATION

The specific purpose of this corporation is to manage a common-interest development under the Davis Stirling Common Interest Development Act.

The 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 elects to be governed by all of the provisions of the Nonprofit corporation Law of 1980 not otherwise applicable to it under Part 5.

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific primary purposes for which it is formed are to provide for management, administration, maintenance, preservation, and architectural control of the residential units and common area within a certain tract of property situated in the City of Palo Alto, County of Santa Clara, California, and to promote the health, safety, and welfare of all the residents within the property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose, all according to that certain Enabling Declaration Establishing a Plan for Condominium Ownership, hereinafter called the "Declaration", recorded with respect to said property in the Office of the Recorder of Santa Clara, as required by Section 1352 of the California Civil Code. 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 IV DISSOLUTION

This Association is intended to qualify as a homeowner's association under the applicable provisions of the Internal Revenue Code, and of the Revenue and Taxation Code of California. No part of the net earnings of this organization shall inure to the benefit of any private individual, except as expressly provided in those sections with respect to the acquisition, construction, or provision for management, maintenance, and care of the Association property, and other than by a rebate of excess membership dues, fees, or assessments. So long as there is any unit or parcel for which the Association is obligated to provide management, maintenance, preservation, or control, the Association 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 Association, upon or after termination of the project, in accordance with the provisions of the Declaration, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Association shall be divided among and distributed to the members in accordance with their respective rights therein.

ARTICLE V
AMENDMENTS

These Articles may be amended only by the affirmative vote (in person or by proxy) of members representing a majority of the voting power of the Association. However, the percentage of voting power necessary to amend a specific clause or provision shall not be less than the prescribed percentage of affirmative votes required for action to be taken under that clause.

As required by the Articles of Incorporation, these Restated Articles have been approved by a vote of the majority of the members of the corporation.

Marla Degner
MARLA DEGNER
President
Eleanor T. Perkins
ELEANOR T. PERKINS
Secretary

Each of the undersigned declares under penalty of perjury under the laws of the State of California that the statements in the foregoing certificate are true and correct of his or her own knowledge, and that this declaration was executed on 3-Mar-05, at Palo Alto, California.

Marla Degner
MARLA DEGNER
President
Eleanor T. Perkins
ELEANOR T. PERKINS
Secretary

cc&T/barron.art
8/31/04

