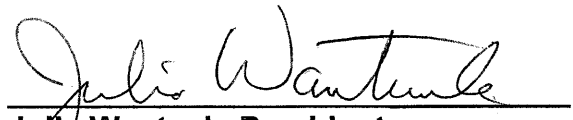


**CERTIFICATE OF AMENDMENT AND RESTATEMENT OF
ARTICLES OF INCORPORATION OF
SUMMERSET AT BRENTWOOD II ASSOCIATION**

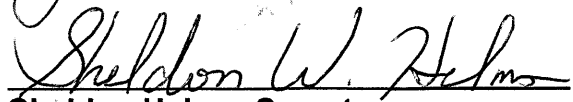
We, the undersigned, **Julia Wantuck**, and **Sheldon Helms**

1. hereby certify that:
 - a. we are the President and Secretary, respectively, of Summerset at Brentwood II 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; which Exhibit A is hereby formally incorporated by reference as if fully set forth herein; 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 Brentwood, California, this 10th day of January, 2023.



Julia Wantuck, President



Sheldon Helms, Secretary

**AMENDED AND RESTATED ARTICLES OF INCORPORATION OF
SUMMERSET AT BRENTWOOD II ASSOCIATION**

ARTICLE 1 NAME

The name of the corporation is SUMMERSET AT BRENTWOOD II ASSOCIATION (hereinafter called the "Corporation").

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

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 separate interests 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 Contra Costa, State of California, as described in Exhibit B, and incorporated herein by reference as set forth in full.
- (ii) to provide for the management, administration, and operation of the above-described property comprising the Summerset at Brentwood II 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:

315 Diablo Road, Suite 221
Danville, CA 945262

The physical location of the common interest development is:

Balfour Road & Fairview Avenue
Brentwood, CA 94513

The name and address of the Corporation's managing agent, as defined in *Civil Code* section 4158(a) is:

Common Interest Management Services
315 Diablo Road, Suite 221
Danville, CA 945262

ARTICLE 4 MEMBERSHIP

Every person or entity that is a record owner of a fee or undivided fee interest in any separate interest within the real property described in Article 2 hereof, which is subject to covenants of record to assessment by the Corporation, including contract sellers, shall be a member of the Corporation ("hereinafter called "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 separate interest 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 as set forth in the Bylaws of the Corporation.

EXHIBIT B

Legal Description of the Property Comprising the Development

Lots 1 through 160 and Common Area Parcels P, Q, R, S, T, U, V, W, AA, and CC as shown on the Map of Brentwood Country Club Subdivision 7939, filed July 2, 1997, in Book 393 of Maps, at Page 20 through 40, Official Records of Contra Costa County, State of California. *[NOTE: Lots 89 & 90 are not buildable; therefore, there are 158 Lots within Subd. 7939.]*

Lots 1 through 34 and Lots 36 through 100 and Common Area Parcels A, B, C, D, E and I as shown on the Map of Brentwood Country Club Subdivision 8081, filed January 22, 1998, in Book 398 of Maps, at Page 11 through 18, Official Records of Contra Costa County, State of California. *[NOTE: Lot 35 became part of a street in Subd. 7940; therefore, there are 99 Lots within Subd. 8081.]*

Lots 1 through 171 and Common Area Parcels A, B, C, D, E, G, H, and I as shown on the Map of Brentwood Country Club Subdivision 8082, filed June 19, 1998, in Book 400 of Maps, at Page 48 through 60, Official Records of Contra Costa County, State of California. *[NOTE: There are 171 lots in Subd. 8082. Also, the 171 lots in Subd. 8082 are subject to that certain Declaration of Reservation of Easements recorded July 10, 1998, as Instrument No. 98-0159927.]*

Lots 181 through 192 and Common Area Parcel H as shown on the Map of Brentwood Country Club Subdivision 7940, filed June 1, 1999, in Book 410 of Maps, at Page 35 through 69, Official Records of Contra Costa County, State of California. *[NOTE: There are 12 lots from Subd. 7940 within the Development.]*