

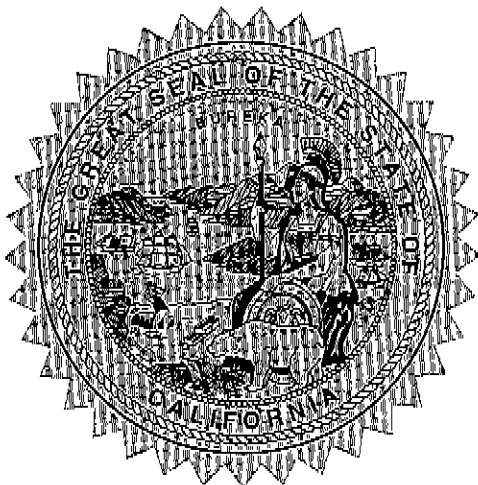
SECRETARY OF STATE

I, *Kevin Shelley*, 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

JAN 13 2005



Kevin Shelley
Secretary of State

ARTICLES OF INCORPORATION
OF
TREO MAINTENANCE ASSOCIATION

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

JAN 13 2005

KEVIN SHELLEY
Secretary of State

ARTICLE I

NAME

1.1 The name of this corporation is TREO MAINTENANCE ASSOCIATION.

ARTICLE II

PURPOSES

2.1 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.

2.2 The corporation is an association formed to manage a common interest development under the Davis-Stirling Common Interest Development Act, namely that certain residential condominium project commonly known as "Treo," located in the City of Irvine, County of Orange, State of California (the "Project").

2.3 The specific purpose of this association is to act as a homeowners association within the meaning of Section 528 of the Internal Revenue Code, as amended, and of Section 23701(t) of the California Revenue and Taxation Code, as amended.

2.4 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 III
AGENT FOR SERVICE OF PROCESS

3.1 The name and address of this corporation's initial agent for the service of process is:

KEVIN P. CONKLIN
c/o Brookfield Woodbury LLC.
3090 Bristol Street, Suite 200
Costa Mesa, CA 92626-3061

ARTICLE IV
LOCATION OF CORPORATE OFFICE

4.1 The initial business office of the corporation is located at:

Treo Maintenance Association
c/o Brookfield Woodbury LLC.
3090 Bristol Street, Suite 200
Costa Mesa, CA 92626-3061

The Project is located at the intersection of Townsend and Vintage, in the City of Irvine, County of Orange, 92604-0000. The Project does not currently have an onsite mailing address.

ARTICLE V
INITIAL MANAGING AGENT

5.1 The name and address of the corporation's initial managing agent is:

Professional Community Management
Attn: Michael T. Kubas
23726 Birtcher Drive
Lake Forest, CA 92630

ARTICLE VI
AMENDMENTS

6.1 So long as the two-class voting structure provided for in the Bylaws shall remain in effect, these Articles may be amended only by the vote or written assent of fifty-one percent (51%) of the members of the Board of Directors and fifty-one percent (51%) of each class of Members. At such time as the Class B membership shall cease and be converted to Class A membership, as set forth in the Bylaws, amendments to these Articles shall be enacted by requiring the vote or written assent of:

- (a) Fifty-one percent (51%) of the voting power of the corporation;
- (b) Fifty-one percent (51%) of the Members, other than the Declarant (as defined in the Supplemental Declaration of Covenants, Conditions and Restrictions, and Reservation of Easements for Treo recorded on the Project); and
- (c) Fifty-one percent (51%) of the members of the Board of Directors.

IN WITNESS WHEREOF, the undersigned, who is the incorporator of this corporation has executed these Articles of Incorporation this 3 day of January, 2005.



BRIAN GEIS

