

ARTICLES OF INCORPORATION

OF

HOLLYWOODLAND IMPROVEMENT ASSOCIATION, INC.

File C 75249

Articles filed in Sacramento on April 28, 1942.

We, the undersigned, President and Secretary of Hollywoodland Improvement Association, an unincorporated association, pursuant to a resolution of said Association duly adopted, authorizing us so to do, a copy of said resolution being set forth in the affidavit of the undersigned attached hereto, hereby execute these Articles of Incorporation for the purpose of incorporating as a non-profit corporation, said Hollywoodland Improvement Association, an existing unincorporated association, under Article 1, Title 12, Part 4, Division 1 of the Civil Code of California, more commonly known as the General Non-profit Corporation Law, and we do hereby certify:

FIRST: That the name of the said corporation shall be Hollywoodland Improvement Association, Inc.

SECOND: That the purposes for which said corporation is formed are:

(a) To give primacy to the human and spiritual rather than to the material values of life;

(b) To encourage the daily living of the Golden Rule in all human relationships;

(c) To promote social and recreational intercourse among its members and between its members and friends; to promote, furnish and sponsor social and recreational programs, entertainments, amusements, recreations, and recreational facilities for its members, their friends and others;

(d) To inculcate in the minds of the residents of that portion of the City of Los Angeles which is commonly referred to as "Hollywoodland" a desire for the orderly, safe and beautiful main-

tenance of their residences, gardens, lawns, and properties in said general area; and to obtain in connection therewith a cooperative spirit in encouraging others to assist therein; and particularly to encourage the adoption of all lawful and useful fire prevention practices.

(e) For the promotion of said purposes and in aid thereof, to acquire, buy, purchase, lease, own, possess, or otherwise have, hold, sell and dispose of such real and personal property as may be necessary or desirable; and to mortgage, encumber, lease, sell, or otherwise dispose of and deal in and with any of its property at any time and in such manner as may be deemed necessary or advisable.

(f) For said purposes and in aid thereof, to contract indebtedness and to issue, make, execute and deliver bonds, promissory notes, trust deeds, mortgages, and other evidences of indebtedness, and to enter into any and all contracts consistent with the purposes and nature of this association;

(g) Generally to do and cause to be done such acts and things as may be authorized by law and by the By-Laws of this Association and as may not be inconsistent with the general purposes, objects and nature of this corporation and to do generally any and all things permitted by law for such associations to do.

The foregoing enumerated purposes, objects and powers are not intended and shall not be construed to limit the general purposes of this corporation.

THIRD: The principal office for the transaction of business of said Association shall be located in the City of Los Angeles, County of Los Angeles, State of California.

FOURTH: Hollywoodland Improvement Association, Inc., is a non-profit corporation which does not contemplate pecuniary gain or profits to its members or any of them.

FIFTH: The name of the unincorporated Association which is hereby being incorporated is Hollywoodland Improvement Association.

SIXTH: The names and addresses of the persons who are now directors of said unincorporated Association, and who are to act in the capacity of directors of this Association until the selection of their successors, are as follows, to-wit:

<u>Name</u>	<u>Address</u>
L. E. Briggs	3129 Durand Drive, Los Angeles, Calif.
Paul Carson	2829 W. Shire Drive, Los Angeles, Cali.
David E. Day	6310 Heather Drive, Los Angeles, Calif.
V. C. Houser	3200 Durand Drive, Los Angeles, Calif.
E. C. Manderfeld	2933 Ledgewood Drive, Los Angeles, Cali.
B. W. McPheeters	2724 N. Beachwood Drive, Los Angeles, C.
William A. Monten	3323 Ledgewood Drive, Los Angeles, Cali.
Thayer Pattison	2731 N. Beachwood Drive, Los Angeles, C.
L. H. Schwoboda	2747 N. Beachwood Drive, Los Angeles, C.
Frank Tuttle	6217 Rockcliff Drive, Los Angeles, Cali.
I. Milton Wolf	2869 Durand Drive, Los Angeles, Calif.

SEVENTH: The names and addresses of the officers of said unincorporated Association and who are also to remain as such officers until the selection of their successors are as follows, to-wit:

<u>Name</u>	<u>Address</u>
President: William A. Monten	3323 Ledgewood Drive, Los Angeles
Vice-President: L. Milton Wolf	2869 Durand Drive, Los Angeles
Secretary: L. E. Briggs	3129 Durand Drive, Los Angeles
Treasurer: B. W. McPheeters	2724 N. Beachwood Drive, Los Angeles

EIGHTH: The membership of this corporation shall consist of

(a) Members of the Hollywoodland Improvement Association, an unincorporated Association, who are members in good standing at the date of the incorporation of this corporation;

(b) All other persons elected to membership therein in accordance with the provisions of the By-Laws of said corporation. The voting and other rights and privileges of each class of membership and the liability of each and all classes for dues or assessments

and methods of collection thereof shall be such as are set forth in the By-Laws of this corporation.

NINTH: The Board of Directors of this corporation shall not be less than three nor more than twenty, as may be determined by the By-Laws.

TENTH: The directors of this corporation shall adopt By-Laws not inconsistent with these Articles for the government of the corporation and to effect its purposes. The By-Laws may be amended from time to time by a majority vote of a quorum of director at a lawfully convened meeting in accordance with the By-Laws, including a determination of the Board of Directors not in conflict with these Articles.

ELEVENTH: It is expressly declared that the owner or holder or any person interested in any manner whatsoever at any time in, in membership in this corporation, shall not be liable individually, personally or otherwise for any portion of any of the debts or liabilities contracted or incurred by this corporation and shall not be liable in any manner or to any extent for the payment of anything due or for the use or benefit of this corporation or any of its creditors other than for the payment of such amount, if any, as he expressly shall agree to pay to this corporation for such membership or as may be imposed upon him as incident to the ownership or retention of any interest in membership by the By-Laws of this corporation.

IN WITNESS WHEREOF, we, the undersigned, have hereunto set our hands and seals this 17th day of April, 1942.

William A. Monten

L. E. Briggs

A F F I D A V I T

STATE OF CALIFORNIA)
) ss
COUNTY OF LOS ANGELES)

William A. Monten and L. E. Briggs, each being first duly sworn, deposes and says:

That they are members of Hollywoodland Improvement Association, an unincorporated association; that the undersigned who is first hereinabove named is the president of said association, and that the undersigned who is second hereinabove named is the secretary of said association; that on the 15th day of April, 1942, at a meeting of the members of said association, a motion was duly made, seconded and passed directing the incorporation of said association, and authorizing the undersigned, as president and secretary thereof, to proceed with said incorporation and to sign the Articles of Incorporation. That the following is a copy of the resolution above referred to, directing said incorporation:

"BE IT RESOLVED that the Hollywoodland Improvement Association ^{be} an unincorporated association, /incorporated as a non-profit corporation under the laws of the State of California, and that the president, William A. Monten and the Secretary, L. E. Briggs, be and they are hereby authorized and directed to proceed immediately to effect such incorporation and to that end they are hereby empowered and directed to sign the Articles of Incorporation and incidental affidavits and other papers in connection therewith and to do any and all things necessary to accomplish such purpose.

"BE IT FURTHER RESOLVED that the present officers and directors of this unincorporated association shall be and constitute the original officers and directors of said corporation and shall serve as said officers and directors until the election of their successors, to-wit:

William A. Monten, as president and director
L. Milton Wolf, as vice-president and director
L. E. Briggs, as secretary and director
B. W. McPheeters, as treasurer and director
Paul Carson as director
David E. Day as director
V. C. Houser as director
E. C. Manderfeld as director
Thayer Pattison as director
L. H. Schwoboda as director
Frank Tuttle as director"

That the undersigned have executed the Articles of Incorporation by authority of said unincorporated association, and pursuant to the motion and resolution above referred to.

/s/ William A. Monten, President

/s/ L. E. Briggs, Secretary

Notarized as of April 17, 1942 by
H. E. Allport

The only other thing in the file is the seal of the State of California.

AMENDED BY-LAWS

THE HOLLYWOODLAND IMPROVEMENT ASSOCIATION, INC.

ARTICLE I - Membership

Section 1. The record owner of any real property in the Hollywoodland Tract, a person, persons, or corporation, shall be eligible for membership.

Section 2. Anyone who is eligible may become a member upon execution of an application card and the payment of the annual dues.

Section 3. Each member shall have one vote, without regard as to the number of parcels which he may own. Only one membership shall be granted in the case of several persons owning a parcel of property.

ARTICLE II - Officers

Section 1. The officers of this Association shall consist of a president, a vice president, a recording secretary, a corresponding secretary, a treasurer and such other officers as may be established by the membership or the Board of Directors.

Section 2. The officers shall be vested with and shall exercise the customary duties, as well as those imposed by law, and as may be prescribed by the Board of Directors. All checks and other negotiable instruments shall be signed by the treasurer and one other officers.

Section 3. All officers shall serve for one year or until their successors have been elected.

ARTICLE III - Meetings

Section 1. The annual meeting of the membership shall be held on the fourth Monday of January at 8:00 p.m. Not less than two additional membership meetings shall be held each year. All meetings shall be held at such places in the City of Los Angeles as may be designated by the Board of Directors.

Section 2. The president, or in his absence or incapacity the vice president, or any three directors, or any fifteen members may call a special meeting of the membership at such times and places as they may decide.

Section 3. All calls for a regular membership meeting shall be made by written notice, mailed to all members at least seven days prior to such meeting.

Section 4. All calls for special membership meetings shall be communicated to all members in such a manner that there is reasonable assurance that it shall be received prior to the meeting.

Section 5. Thirty-one members shall constitute a quorum for a membership meeting.

ARTICLE IV - Board of Directors

Section 1. The Board of Directors shall consist of twelve members in good standing. The three junior past presidents shall be members ex-officio of the Board of Directors.

Section 2. The members of the Board of Directors shall serve for two years, with six elected each alternate year.

Section 3. A director shall be subject to removal by the Board of Directors if he fails to appear for three consecutive meetings of the Board of Directors without good and sufficient cause.

Section 4. The Board of Directors shall hold one regular meeting each month and shall hold such special meetings as may be called by the president, or in his absence or incapacity by the vice president, or any three directors.

Section 5. All calls for a regular meeting of the Board of Directors shall be made by written notice, mailed to all directors at least five days prior to such meeting.

Section 6. All calls for special meetings of the Board of Directors shall be communicated to all directors in such a manner that there is reasonable assurance that it shall be received prior to the meeting.

Section 7. Seven directors shall constitute a quorum for a meeting of the Board of Directors.

ARTICLE V - Elections

Section 1. At the regular meeting of the Board of Directors in November of each year, the president, with the approval of the Board of Directors, shall appoint a nominating committee consisting of five members, at least three of whom are not directors, who shall prepare a slate of six candidates for members of the Board of Directors for the ensuing two calendar years. The report of the nominating committee shall be mailed to each member not later than January 10.

Section 2. Elections shall be held during the annual membership meeting. Any member may nominate candidates during the meeting, providing such candidate is a member in good standing and has indicated his willingness to serve. Voting shall be by secret ballot and members must be present to vote. The six persons receiving the highest number of votes shall be declared elected.

Section 3. The officers shall be elected by the new Board of Directors from among its members at its first meeting.

Section 4. Any vacancy shall be filled by the Board of Directors.

ARTICLE VI - Committees

Section 1. There shall be the following Standing Committees:

- (a) Membership Committee
- (b) Trust Committee

Section 2. The Trust Committee shall consist of each member of the Board of Directors, together with such additional members of the Association as shall, from time to time, in the discretion of the members of the Trust Committee, be elected thereto. The Trust Committee may, in its discretion, form or cause to have appointed an executive sub-committee, from among its members, which shall be authorized to carry out such special functions as making investigations, making recommendations, and doing all other things within the authority of the Trust Committee as may, from time to time, be authorized by resolution of the Trust Committee.

The Trust Committee shall have the power and duties to enforce the rights of this Association as set forth in Article VIII of these By-Laws, including the right of engaging legal counsel and paying for his services, to enforce all such rights. The Trust Committee shall formulate standard operational procedure for the submission, examination and issuance of approval and disapproval of plans and specifications, and also establish any fee or fees to be paid therefore as well as compensation of the members of the Architectural Board.

(a) The Architectural Board shall consist of one or more, but not to exceed three members, not more than one of which may be members of the Trust Committee. The members of the Architectural Board need not be members of this Association, nor need they be property owners nor residents of Hollywoodland. The function of the Architectural Board shall be to receive, consider, evaluate, examine, pass upon and to make findings and recommendations to the Trust Committee or to the executive subcommittee of approval or disapproval or of conditional approval or disapproval in connection with any application of a property owner within the Hollywoodland Tract, for approval of plans and specifications as required under deed restrictions, covenants or conditions affecting his property. The tenure of the members of the Architectural Board shall be at the pleasure of the Trust Committee.

(b) The applicant, if dissatisfied with the decision of the Architectural Board, may appeal to the Trust Committee, whose decision on the subject shall be final.

Section 3. There shall be such other committees as may be designated from time to time by the president with the approval of the Board of Directors.

Section 4. All committee members shall be members in good standing of the Association.

ARTICLE VII - Dues

The dues shall be \$5.00 until December 31, 1963. Thereafter, the dues shall be \$10.00 per calendar year. Dues shall be payable in advance in January of each year. Membership shall be suspended if dues are delinquent after April 1.

ARTICLE VIII - Powers

This Association is empowered to acquire reversionary rights, including without limitation, rights of approval, disapproval, consent, enforcement, remedy, reversion, forfeiture, entry and/or re-entry, together with all easement rights and servitudes of any kind and character, express or implied, in, under, over, along, across, through, or upon any of the real property generally known as the Hollywoodland Tract, and to hold the same, and the title thereto, in trust for the use and common benefit of the Hollywoodland community, with the end in view of safeguarding and maintaining the quality, type, character and uniqueness of the tract and property therein, the buildings thereon erected or to be erected, in order to preserve said tract from deterioration or diminution of property values, and to prevent the said tract from becoming blighted; and with the right, power and authority to this Association as the owner of said rights to enforce all of such covenants, restrictions, conditions and provisions as against each parcel or property owner within said Hollywoodland community or any sub-division thereof, and with further authority in such Association to seek to enjoin violation of any condition, covenant or restriction of record, to sue or defend any action which has for its objective the enforcement, modification, elimination or suspension of any of the covenants, restrictions, conditions and provisions or record hereinabove set forth.

ARTICLE IX - Amendments

New By-Laws may be adopted, or these By-Laws may be amended or repealed, at any meeting of the membership by a two-thirds vote, providing such amendment is approved by a vote or written approval of two-thirds of the Board of Directors.

The undersigned hereby certify that the foregoing amended By-Laws supersede all prior By-Laws, having been duly adopted by the membership in accordance with all requirements of the By-Laws then in effect, at a membership meeting called for this purpose on the 27th day of May, 1963.

Frederick A. Klein

President

Martha F. Seelye

Recording Secretary