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**ARTICLES OF INCORPORATION  
OF  
1447 MARTEL SLS OWNERS ASSOCIATION**

**ARTICLE 1  
NAME**

The name of this corporation is 1447 MARTEL SLS OWNERS ASSOCIATION (the "*Corporation*").

**ARTICLE 2  
NONPROFIT MUTUAL BENEFIT 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 the credit union business, for which a corporation may be organized under such law.

**ARTICLE 3  
SPECIFIC PURPOSES OF THE CORPORATION**

The Corporation is an association formed to manage a small lot subdivision. The specific purpose for which this Corporation is formed is to provide for the administration, maintenance, preservation and architectural control of the project within that certain real property situated in the City of Los Angeles, County of Los Angeles, State of California ("*Project*") and more particularly described in the Declaration of Covenants, Conditions and Restrictions for 1447 Martel SLS and any amendments thereto ("*Declaration*") which has been, or will be, recorded in the Office of the County Recorder of Los Angeles County.

**ARTICLE 4  
SERVICE OF PROCESS**

The name and address, in the State of California, of this Corporation's initial agent for service of process is: Marcus Eliasson at 3142 Pacific Coast Hwy, Suite 209, Torrance, CA 90505.

**ARTICLE 5  
PRINCIPAL OFFICE**

The initial street address and mailing address of the business or corporate office of the Corporation is 3142 Pacific Coast Hwy, Suite 209, Torrance, CA 90505. This office is not on site. The nine-digit zip code of the project is 90046-4207. The front street and the nearest cross street to the project are Martel Avenue and Sunset Boulevard.

**ARTICLE 6  
MANAGING AGENT**

The Corporation has no "managing agent" (as defined in California Civil Code Section 4158).

**ARTICLE 7  
DECLARATION OF ESTABLISHMENT OF CONDITIONS, COVENANTS AND  
RESTRICTIONS**

The Corporation shall be bound by the terms and conditions of the Declaration.

**ARTICLE 8  
LIABILITY**

The personal liability of the directors of the Corporation for debts, liabilities or obligations relating to the Corporation shall be eliminated to the fullest extent permissible under California law.

**ARTICLE 9  
MISCELLANEOUS**

The authorized number, if any, and qualifications of Members of the Corporation, the different classes of membership, if any, the property, voting and other rights and privileges of membership and their liability for dues and assessments and the method of collection thereof, shall be set forth in the Bylaws of the Corporation which incorporate by reference thereto the Declaration.

**ARTICLE 10  
AMENDMENT**

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 voting power 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:

- (1) At least a majority of the Board of Directors of the Corporation; and
- (2) At least two-thirds (2/3) of the Members of the Corporation; and
- (3) At least fifty-one percent (51%) of the votes of Members other than Declarant.

In either event, any and all amendments to the Articles of Incorporation shall require the approval of a majority of the Board of Directors.

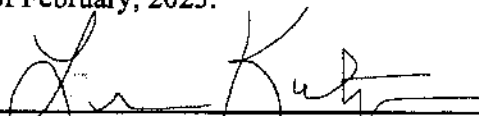
Notwithstanding the foregoing, the percentage of a quorum of the Members or the Members other than the Declarant necessary to amend a specific provision in these Articles shall not be less than the prescribed percentage of affirmative votes required for action to be taken under said provision.

**ARTICLE 11  
CORPORATION QUALIFICATION**

This Corporation is intended to qualify as a homeowners' association under the applicable provisions of the Internal Revenue Code, and of the Revenue and Taxation Code of California. 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. Furthermore, this Corporation is one which does not contemplate pecuniary gain or profit to the Members thereof, and is organized solely for nonprofit purposes. In no event shall the net earnings, income or assets of this Corporation be distributed to, or inure to the benefit of, any Member, director or officer of this Corporation or other private individual either directly, or indirectly, except upon winding up and dissolution. Upon winding up and dissolution of this Corporation, after paying or adequately providing for the debts and obligations of the Corporation, the remaining assets may be distributed to the members as provided in the Bylaws. Notwithstanding the foregoing, without the approval of one hundred percent (100%) of the Members, so long as there is any Common Area for which this Corporation is obligated to provide management, maintenance, preservation or control:

- (a) This Corporation or any person or entity acting on its behalf shall not:
  - (1) Transfer all or substantially all of its assets; or
  - (2) File a Certificate of Dissolution; and
- (b) No court shall enter an order declaring the Corporation duly wound up and dissolved.

IN WITNESS WHEREOF, for the purposes of forming this Corporation under the laws of the State of California, the undersigned, constituting the incorporator of this Corporation, has executed these Articles of Incorporation this 28<sup>th</sup> day of February, 2025.



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Lauren E. Katzer, Incorporator