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FILED
Secretary of State
State of California

APR 01 2015

ARTICLES OF INCORPORATION

I.

The name of this corporation is **Brookdale Estates Association**.

II.

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.

The specific purpose of this corporation is to operate the corporation and manage the residential planned development known as Brookdale Estates located in the City of Ridgecrest, County of Kern, State of California.

III.

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

Scott A. Hunter,
1601 Carmen Drive, Suite 114
Camarillo, CA 93010

IV.

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 purposes of this corporation.

V.

This corporation is an association formed to manage a common interest development under the Davis-Stirling Common Interest Development Act.

VI.

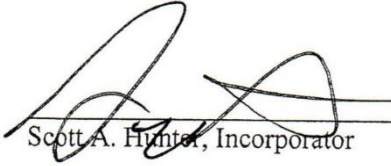
The address of the business or corporate office of the association is 1000 Peg Street, Ridgecrest, CA 93555. The nine-digit zip code of the common interest development is 93555-3143. The front street and the nearest cross street to the common interest development are N. Peg Street and Sydnor Avenue.

VII.

The name and address of the association's managing agent is Scott A. Hunter, Attorney at Law, 1601 Carmen Drive, Suite 114, Camarillo, CA 93010.

VIII.

The existing unincorporated association known as Brookdale Estates Association is being incorporated by the filing of these articles of incorporation.



Scott A. Hunter, Incorporator

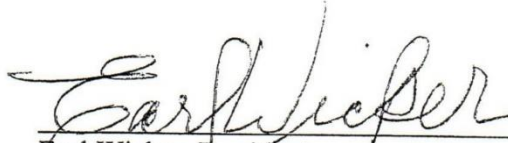
**VERIFICATION OF OFFICERS OF UNINCORPORATED ASSOCIATION
OF
BROOKDALE ESTATES ASSOCIATION**

(Corporations Code section 7121(c))

We, the undersigned, declare that we are, respectively, the President and Secretary of the unincorporated association known as **Brookdale Estates Association** ("Association"), referred to in the Articles of Incorporation to which this verification is attached, and declare that the Association has duly authorized and approved, in accordance with its rules and procedures, the incorporation of **Brookdale Estates Association** by means of the Articles of Incorporation. The Articles of Incorporation were duly adopted by the Board of Directors of the Association, as provided in the Bylaws.

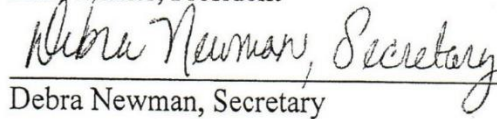
We declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Dated: March 19, 2015



Earl Wicker, President

Dated: March 19, 2015



Debra Newman, Secretary