

May 3, 1977

The President of the Board of Directors
Montezuma Valley Volunteer Fire Department
Ranchita, California, 92066

The Bylaws and Articles of Incorporation, together with the Rules and Regulations, submitted herewith, are the results of studies and findings of your Committee for this purpose. They are submitted to the Board based on the assumption that all officers and members of said Department are considered to be County employees in every respect other than salaries.

This is presumed to include, but not necessarily limited to, benefits of Workmen's Compensation Insurance, liability insurance, and medical insurance, while acting within their designated capacities.

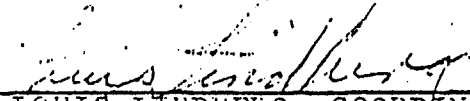
We have also assumed from verbal and written documentation that this insurance shall also apply to personnel-owned equipment when being used within the Department's service. These Bylaws and Articles of Incorporation, together with Manual of Operations, are intended to vest the Fire Chief and his staff with all necessary authority to operate, maintain, and control said Department.

The boundaries of said Department are assumed to be those known as the geographical boundaries of Montezuma Valley. A more specific geographic outline shall be contained in the Manual of Operations.

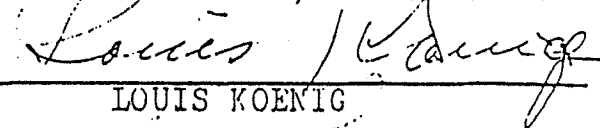
The Board realizes in adopting these Bylaws and Articles that within themselves or the Department, no insurance coverage is provided for and is relying solely on the verbal and written commitments within San Diego County government.

This Committee has approved such Bylaws and Articles with the understanding they will run concurrent with a motion for acceptance by the Board which will be made part of the Minutes of this meeting.

COMMITTEE MEMBERS



LOUIS LINDBERG, COORDINATOR



LOUIS KOENIG



HANK BEYER

ARTICLES OF INCORPORATION **823590**
MONTEZUMA VALLEY VOLUNTEER FIRE DEPARTMENT

ENDORSED
FILED
In the office of the Secretary
of the State of California
AUG 8 1971
MARCH FONG EU, Secretary
Rose Mary Machol
Deputy

ARTICLE I

The name of this corporation shall be:
MONTEZUMA VALLEY VOLUNTEER FIRE DEPARTMENT.

ARTICLE II

The purposes for which this corporation is formed are:

- a) The specific and primary purposes for which this corporation is formed are to operate for the prevention and suppression of fires and the preservation of life and property, and act in all emergencies for which they are qualified.
- b) The general purposes and powers are to have and to exercise all rights and powers conferred on nonprofit corporations under the laws of California, provided however, that this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this corporation.
- c) No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

ARTICLE III

No part of the net earnings, income, gains, profits, funds or property of this corporation in whatsoever manner acquired by it, shall at any time, including but not limited to the time of the dissolution of this corporation, inure or distribute for the benefit of any private person or individual or any member or Director of this corporation, but the same shall be devoted solely to the purposes for which this corporation is formed, as the same are hereinabove declared and set forth.

ARTICLE IV

This corporation is organized pursuant to the General Nonprofit Corporation Law of the State of California.

ARTICLE V

The principal office for the transaction of the business of this corporation is located in the County of San Diego, State of California.

ARTICLE VI

- * a) The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board to be known as the Board of Directors, consisting of not less than five (5) Members or more than eight (8).
- b) Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting if all Members of the Board shall individually or collectively consent in writing to such action. Such written consents shall be filed with the minutes of the proceedings of the Board. Such action by written consent shall have the same force effect as the unanimous vote of such Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by the unanimous written consent of the Board of Directors without a meeting and that the Articles of Incorporation authorize the Directors to so act, and such statement shall be prima facie evidence of such authority.
- c) The name and addresses of the persons who are appointed to act in Capacity of Directors until the election of their successors are:

NAME	ADDRESS
LEO RAZEE	RANCHITA, CALIFORNIA 92066
L.P. LUDGATE	RANCHITA, CALIFORNIA 92066
L.W. LINDBERG	RANCHITA, CALIFORNIA 92066
LOUIS KOENIG	RANCHITA, CALIFORNIA 92066
OSWALD BEYER	RANCHITA, CALIFORNIA 92066

d) The number of Directors may be fixed or changed from time to time by amendment of the Articles of Incorporation of this corporation, or by amendment of the ByLaws of this corporation adopted by the vote or written assent of the Members of the corporation entitled to exercise a majority of the voting power, or the vote of a majority of a quorum at a meeting of the Members called pursuant to the ByLaws.

ARTICLE VII

- a) Directors: The manner in which Directors shall be chosen and removed from office, their qualifications, powers, duties, compensation, and tenure of office; the manner of filling vacancies on the Board, and the manner of calling and holding meetings of Directors, shall be as stated in the ByLaws.
- b) Members: The authorized number, if any, and qualifications of Members of the corporation, the filling of vacancies, the different classes of Membership, if any, the property, voting, and other rights and privileges of Membership, and their liability to dues and assessments and the method of collection, the termination and transfer of Membership shall be as stated in the ByLaws.

ARTICLE VIII

No Director, Officer or Member of this corporation shall be subject to assessment by the corporation except for dues as shall be provided for in the Bylaws, nor shall any Director, Officer or Member of this corporation be personally liable for any of the debts, liabilities or obligations of the corporation, nor shall personal liability in any event attach to any Members of this corporation in connection with any of its undertakings; all its liabilities shall be limited to its common funds and assets.

ARTICLE IX

No Member of the Board of Directors shall receive any compensation for his or her services as such Director, but any Director may be employed by the corporation in a capacity or capacities other than as a Director and be compensated by the corporation for such services.

ARTICLE X

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this organization shall inure to the benefits of any Directors, Officers, or Members thereof or to the benefit of any private individual. Upon the dissolution or winding up of the corporation, its assets remaining after payment of, or provisions for payment, or debts and liabilities of this corporation, shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for Nonprofit Community Service, and which has established its tax exempt status under Section 501 (c) (3) of the Internal Revenue Code. If this corporation holds any assets in trust, or a corporation is formed for charitable purposes, such assets shall be disposed of in such manner as may be directed by decree of the Superior Court of the County in which the corporation has its principal office, upon petition therefore by the Attorney General or by a person concerned in the liquidation, in a proceeding to which the Attorney General is a party.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation, this 5th day of May, 1977

Leo Raze
Louis J. Koenig
L.P. Ludgate
L.W. Lindberg
Oswald Beyer

State of California
County of San Diego

On this, 5th day of May, 1977, before me an
Notary Public for the State of California, with principal office in

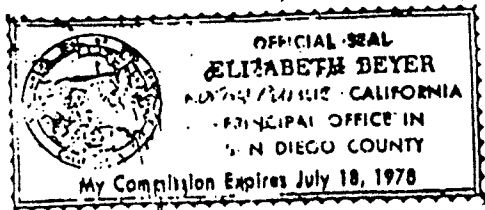
San Diego County, personally appeared LEO RAZEE,

LOUIS J. KOENIG, L.P. LUDGATE, L.W. LINDBERG,

OSWALD BEYER, known to me to be the persons whose names are

subscribed to the within Articles of Incorporation, and acknowledged
to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
official seal on the day and year first above written.



Elizabeth Beyer
NOTARY PUBLIC