

Bil Machado

ARTICLES OF INCORPORATION

I

The name of this corporation is: Sacramento Area Chapter,
N A R P M.

II

- A. 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 for which a corporation may be organized under such law.
- B. The Specific purpose of this corporation is to: provide a local chapter of the National Association of Residential Property Managers thus promoting the professionalism of real estate licensees engaged in the management of small residential rental real estate.

III

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

Name: Robert E. Webber, Chapter Secretary
Sacramento Area Chapter, NARPM

Address: 950 Fulton Avenue, #100

City: Sacramento State: California ZIP: 95825

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.

(Signature of Incorporator)

ROBERT E. WEBBER
(Typed Name of Incorporator)

OUTLINE FOR
BY-LAWS
SACRAMENTO AREA CHAPTER, NARPM

ARTICLE I. CORPORATE NAME AND ADDRESS

Section A. Name: The name of this corporation shall be SACRAMENTO AREA CHAPTER, NARPM.

Section B: The principal office of the corporation is located in the County of Sacramento, State of California.

Section C. Change of Address: The designation of the County or State of the corporation's principal office may be changed by amendment of these By-Laws. The Board of Directors may change the principal office from one location to another within the named County by noting the changed address and effective date by attachment hereon of such change by the Board of Directors, and such changes of address shall not be deemed, nor require, an amendment of these By-Laws:

ARTICLE II. PURPOSES

Section A. Purposes: The purpose for which the Corporation is established is to:

1. Establish a permanent trade association in the residential property management industry in the NORTHERN CALIFORNIA geographical area.
2. To promote a standard of business ethics, professionalism and fair practices among its members.
3. To establish and promote education of the members in the technology of their profession.
4. To provide and promote an exchange of ideas regarding issues of the industry.

Section B. Tax Exempt Purposes:

1. IRC Section 501 (c) (6). This corporation is organized to comply with the tax exempt provisions of the Federal Internal Revenue Code providing such status to trade associations.
2. CA 23701e. This corporation is organized as a California nonstock, nonprofit entity under the Nonprofit Corporation Law as embodied in the California Corporations Code beginning at Section 5000. As such, it qualifies as a "business

league" under R&TC Section 23071e.

ARTICLE III. POWERS

Section A. Powers

1. Subject to NARPM
2. By-Laws not in conflict
3. Geographic Definition

ARTICLE IV. ORGANIZATION AND OFFICERS

Section A. Organization

Section B. Officers

1. Designation
2. Qualifications
3. Election
4. Term
5. Removal
6. Resignation
7. Vacancies
8. Duties
 - a. President
 - b. President Elect
 - c. 1st Vice President
 - d. 2nd Vice President
 - e. Secretary
 - f. Treasurer

Section C. Directors

1. Number
2. Qualifications
3. Powers

4. Duties
5. Term of Office
6. Compensation
- &. Place of Meeting
9. Regular Meetings
10. Special Meetings
11. Notice of Meetings
 - a. Regular
 - b. Special
- 12 Waiver of Notice
13. Quorum
14. Majority Action
15. Conduct of Meeting
16. Vacancies
17. Non-Liability of Directors
18. Indemnification of Directors

Section D. Committees

1. Executive Committee
2. Membership
3. Publication
4. Political Relations
5. MLS
6. Other Committees
7. Meetings, Actions and Reports

Education

Section E. Membership

1. Sustaining Member
 - a. Vote

- b. Replacement
 - c. Meetings
- 2. Regular Member
 - a. Qualification
 - b. Application
 - c. Vote
- 3. Associate Member
- 4. Honorary Member
- 5. Suspension, Termination, Resignation, Reinstatement

Section F. Annual Meeting and Election

- 1. Eligibility
- 2. Nomination
 - a. Nomination Committee
 - b. Floor
- 3. Election

ARTICLE V. CHAPTER MEETINGS

Section A. Location

Section B. Frequency

Section C. Program

ARTICLE VI. CODE OF ETHICS

Section A. Acknowledgment

Section B. Enforcement

ARTICLE VII FINANCIAL CONSIDERATIONS

Section A. Calendar Year

Section B. Dues and Assessments

Section C. Extent of Interest

Section D. Banking

1. Checking Authority

2. Deposit Authority

ARTICLE VIII. CORPORATE RECORDS

Section A. Contents

Section B. Maintenance

Section C. Corporate Seal

Section D. Directors Inspection Rights

Section E. Members Inspections Rights

Section F. Right to Copy

Section G. Periodic Reports

ARTICLE IX TAX EXEMPTION PROVISIONS

Section A. Limitations on Actions

Section B. Prohibition Against Private Inurement

Section C. Distribution of Assets

ARTICLE X AMENDMENT OF BY-LAWS

Section A. Procedures

ARTICLE Xi CONSTRUCTION AND TERMS

Section A. Invalidity

Section B. Waiver

ARTICLE XII ADOPTION OF BY-LAWS

Section A. Certification

Signature of President

Signature of Secretary

Date of Adoption: