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ENDORSED - FILED
In the Office of the Secretary of State
of the State of California

EXHIBIT G

ARTICLES OF INCORPORATION

JUN 29 1999

OF

BILL JONES, Secretary of State

METRO AIR PARK PROPERTY OWNERS ASSOCIATION

ARTICLE 1.

NAME

The name of this corporation (hereinafter called the "Association") is METRO AIR PARK PROPERTY OWNERS ASSOCIATION.

ARTICLE II.

AGENT FOR SERVICE OF PROCESS

The name of the Association's initial agent for service of process is: Marvin L. Oates. The address of its initial agent is: 8615 Elder Creek Road, Suite 100, Sacramento, California 95828.

ARTICLE III.

PURPOSES OF THE ASSOCIATION

A. This corporation is a nonprofit, mutual benefit corporation organized under the Nonprofit Mutual Benefit Corporation Law of the State of California. 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 Association does not contemplate pecuniary gain or profit to the members thereof. The specific and primary purposes for which the Association is formed are to be an Owners Association and to provide for architectural control, administration and management, by the Association of certain real property located in Sacramento County, California, commonly known as "Metro Air Park."

C. 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.

ARTICLE IV.

DISSOLUTION

No part of the net earnings of this organization shall inure to the benefit of any private individual. In the event of the dissolution, liquidation, or winding-up of the Association, upon or after termination of the Development, in accordance with the provisions of the Declaration, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Association, shall be divided among and distributed to the members in accordance with their respective voting rights therein.

ARTICLE V.

AMENDMENTS

These Articles may be amended only by the affirmative vote in person or by proxy or written consent of a majority of the Board, and of members representing a majority of the voting power of the Association. However, the percentage of voting power necessary to amend a specific clause or provision shall not be less than the prescribed percentage of affirmative votes required for action to be taken under that clause.

IN WITNESS WHEREOF, for the purposes of forming this corporation under the laws of the State of California, the undersigned has executed these Articles of Incorporation this 29 day of June, 1999.


MARVIN L. OATES

I declare that I am the person who executed the above Articles of Incorporation, and such instrument is my act indeed.


MARVIN L. OATES





SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

JUN 29 1999

Bill Jones

Secretary of State



RECORDING REQUESTED BY AND
WHEN RECORDED, MAIL TO:

Hefner, Stark & Marois, LLP
2710 Gateway Oaks Drive, Suite 300 So.
Sacramento, CA 95833-3505
Attn: Timothy M. Cronan, Esq.

(SPACE ABOVE THIS LINE RESERVED FOR RECORDER'S USE)

**DECLARATION OF
COVENANTS, CONDITIONS AND RESTRICTIONS
FOR
METRO AIR PARK**