

**SUBMITTAL TO THE BOARD OF SUPERVISORS  
COUNTY OF RIVERSIDE, STATE OF CALIFORNIA**

667A



**FROM:** Don Kent, Treasurer/Tax Collector

**SUBMITTAL DATE:**

JUN 29 2015

**SUBJECT:** Recommendation for Distribution of Excess Proceeds for Tax Sale No. 197, Item 92. Last assessed to: National Realty Investments Inc., dba National Realty Homes as to undivided 44.5% interest; Craig S Higdon, an unmarried man as to an undivided 5% interest; Philip P Quezada, a married man as his sole and separate property as to an undivided .5% interest; Progressive Properties and Inv. Inc., as to an undivided 10% interest, as tenants in common and Calvinia LLC, a California limited liability company, an undivided forty percent (40%) interest as tenants in common. District 1 [\$283,493] Fund 65595 Excess Proceeds from Tax Sale.

**RECOMMENDED MOTION:** That the Board of Supervisors:

1. Approve the claim from Global Discoveries, LTD. assignee for National Realty Investments Inc., DBA National Realty Homes, last assessee for payment of excess proceeds resulting from the Tax Collector's public auction sale associated with parcel 367050068-7;

(continued on page two)

**BACKGROUND:**

Summary

(continued on page two)

  
Don Kent  
Treasurer-Tax Collector

FINANCIAL DATA	Current Fiscal Year:	Next Fiscal Year:	Total Cost:	Ongoing Cost:	POLICY/CONSENT (per Exec. Office)
COST	\$ 283,493	\$ 0	\$ 283,493	\$ 0	Consent <input type="checkbox"/> Policy <input checked="" type="checkbox"/>
NET COUNTY COST	\$ 0	\$ 0	\$ 0	\$ 0	
<b>SOURCE OF FUNDS:</b> Fund 65595 Excess Proceeds from Tax Sale				<b>Budget Adjustment:</b> N/A	
				<b>For Fiscal Year:</b> 15/16	

**C.E.O. RECOMMENDATION:**

APPROVE

BY:  7/13/15

County Executive Office Signature Samuel Wong

**MINUTES OF THE BOARD OF SUPERVISORS**

FORM APPROVED COUNTY COUNSEL  
BY: GREGORY P. PRIAMOS  
DATE: 6/29/15  
Departmental Concurrence

- A-30
- 4/5 Vote
- Positions Added
- Change Order

Prev. Agn. Ref.:

District: 1

Agenda Number:

9-62

## **SUBMITTAL TO THE BOARD OF SUPERVISORS, COUNTY OF RIVERSIDE, STATE OF CALIFORNIA**

**FORM 11:** Recommendation for Distribution of Excess Proceeds for Tax Sale No. 197, Item 92. Last assessed to: National Realty Investments Inc., dba National Realty Homes as to undivided 44.5% interest; Craig S Higdon, an unmarried man as to an undivided 5% interest; Philip P Quezada, a married man as his sole and separate property as to an undivided .5% interest; Progressive Properties and Inv. Inc., as to an undivided 10% interest, as tenants in common and Calvinia LLC, a California limited liability company, an undivided forty percent (40%) interest as tenants in common. District 1 [\$283,493] Fund 65595 Excess Proceeds from Tax Sale.

**DATE:** JUN 29 2015

**PAGE:** Page 2 of 3

### **BACKGROUND:**

#### **Summary (continued)**

In accordance with Section 3691 et seq. of the California Revenue and Taxation Code, and with prior approval of the Board of Supervisors, The Tax Collector conducted the August 20, 2013 public auction sale. The deed conveying title to the purchasers at the auction was recorded October 2, 2013. Further, as required by Section 4676 of the California Revenue and Taxation Code, notice of the right to claim excess proceeds was given on October 30, 2013 to parties of interest as defined in Section 4675 of said code. Parties of interest have been determined by an examination of lot book reports as well as Assessor's and Recorder's records, and various research methods were used to obtain current mailing addresses for these parties of interest.

### **RECOMMENDED MOTION:**

2. Approve the claim from Progressive Properties and Inv. Inc., last assessed for payment of excess proceeds resulting from the Tax Collector's public auction sale associated with parcel 367050068-7;
3. Approve the claim from Calvinia LLC, last assessed for payment of excess proceeds resulting from the Tax Collector's public auction sale associated with parcel 367050068-7;
4. Deny the claim from National Realty Investments Inc., DBA National Realty Homes;
5. Authorize and direct the Auditor-Controller to issue warrants to Global Discoveries, LTD. assignee for National Realty Investments Inc., DBA National Realty Homes in the amount of \$133,497.07, Progressive Properties and Inv. Inc. in the amount of \$29,999.34 and Calvinia LLC in the amount of \$119,997.37 no sooner than ninety days from the date of this order, unless an appeal has been filed in Superior Court, pursuant to the California Revenue and Taxation Code Section 4675.
6. Authorize and direct the Treasurer-Tax Collector to transfer the unclaimed excess proceeds in the amount of \$16,499.64 to the county general fund pursuant to Revenue and Taxation Code Section 4674.

### **BACKGROUND:**

#### **Summary (continued)**

Revenue and Taxation Code 4676 (b) states that the county shall make reasonable effort to obtain the name and last known mailing address of the parties of interest. Then, if the address of the party of interest cannot be obtained, the county shall publish notice of the right to claim excess proceeds in a newspaper of general circulation in the county as per Revenue and Taxation Code 4676 (c). The Treasurer-Tax Collector's Office has made it a policy to take the following actions to locate the rightful party of the excess proceeds.

- Examined title reports to notify all parties of interest attached to the parcel.
- Researched all last assessee's through the County's Property Tax System for any parties of interest.
- Used Accurint (people finder) to notify any new addresses that may be listed for our parties of interest.
- Advertised in newspapers for three consecutive weeks in the Desert Sun, Palo Verde Valley Times and the Press Enterprise referring any parties of interest to file a claim for the excess proceeds.
- Sent out a certified mailing within 90 days as required by Revenue and Taxation Code 4675.

According to Revenue and Taxation Code 4675 (a) Any party of interest in the property may file with the county a claim for the excess proceeds, in proportion to his or her interest held with others of equal priority in the property at the time of the sale, at any time prior to the expiration of the one year following the recordation of the Tax Collector's deed to the Purchaser, which was recorded on October 2, 2013.

## **SUBMITTAL TO THE BOARD OF SUPERVISORS, COUNTY OF RIVERSIDE, STATE OF CALIFORNIA**

**FORM 11:** Recommendation for Distribution of Excess Proceeds for Tax Sale No. 197, Item 92. Last assessed to: National Realty Investments Inc., dba National Realty Homes as to undivided 44.5% interest; Craig S Higdon, an unmarried man as to an undivided 5% interest; Philip P Quezada, a married man as his sole and separate property as to an undivided .5% interest; Progressive Properties and Inv. Inc., as to an undivided 10% interest, as tenants in common and Calvinia LLC, a California limited liability company, an undivided forty percent (40%) interest as tenants in common. District 1 [\$283,493] Fund 65595 Excess Proceeds from Tax Sale.

**DATE:** JUN 29 2015

**PAGE:** Page 3 of 3

### **BACKGROUND:**

#### **Summary (continued)**

The Treasurer-Tax Collector has received four claims for excess proceeds:

1. Claim from Global Discoveries, LTD. assignee for National Realty Investments Inc., DBA National Realty Homes based on an Assignment of Right to Collect Excess Proceeds dated January 24, 2014 and a Corporation Grant Deed recorded August 8, 2003 as Instrument No. 2003-603164.
2. Claim from Progressive Properties and Inv. Inc. based on a Grant Deed recorded November 23, 2004 as Instrument No. 2004-0934519.
3. Claim from Calvinia LLC based on a Grant Deed recorded January 10, 2012 as Instrument No. 2012-0011769.
4. Claim from National Realty Investments Inc., DBA National Realty Homes based on Corporation Grant Deed recorded August 8, 2003 as Instrument No. 2003-603164.

Pursuant to Section 4675 (a) & (b) of the California Revenue and Taxation Code, it is the recommendation of this office that Global Discoveries, LTD. assignee for National Realty Investments Inc., DBA National Realty Homes be awarded excess proceeds in the amount of \$133,497.07, Progressive Properties and Inv. Inc. be awarded excess proceeds in the amount of \$29,999.34 and Calvinia LLC be awarded excess proceeds in the amount of \$119,997.37. The claim from National Realty Investments Inc., DBA National Realty Homes has been withdrawn. Since there are no other claimants the unclaimed excess proceeds in the amount of \$16,499.64 will be transferred to the county general fund. Supporting documentation has been provided. The Tax Collector requests approval of the above recommended motion. Notice of this recommendation was sent to the claimants by certified mail.

#### **Impact on Citizens and Businesses**

Excess proceeds are being released to the last assesses of the property and transferred to the county general fund.

#### **ATTACHMENTS (if needed, in this order):**

Copies of the Excess Proceeds Claim forms and supporting documentation are attached.

**CLAIM SUMMARY**

Date: February 7, 2014  
To: Riverside County Treasurer and Tax Collector  
Assessors Parcel Number: 367050068-7  
Last Assessee: TERRA NOVA CAPITAL INC CALVINIA  
Sale Date: 8/15/2013  
TC: TC 197  
Item Number: 92  
Deadline: 10/2/2014

RECEIVED  
2014 FEB 25 PM 4: 57  
RIVERSIDE COUNTY  
TREAS-TAX COLLECTOR

Dear Treasurer/Tax Collector:

1. Claimant(s): Global Discoveries, Ltd.

The following proof of claim(s) for excess proceeds and documents are attached:

1. Corporation Grant Deed granting 44.5% interest to National Realty Investments Inc., DBA National Realty Homes as Document Number: 2003-603164, Recorded in Riverside County on 08/08/2003.
2. Claim Withdrawal Form (**National Realty Investments Inc., DBA National Realty Homes withdrawing previous claim filed for the Excess Proceeds with Riverside County for above referenced property**).
3. Entire Corporate file filed with Secretary of State for National Realty Investments Inc., DBA National Realty Homes, including most recent Certificate of Status.
4. Original Notarized Corporate Resolution Stamped with Corporate Seal authorizing Robert E. Hardwick to act on behalf of National Realty Investments Inc., DBA National Realty Homes.
5. Assignment of Rights To Collect Excess Proceeds signed by National Realty Investments Inc., DBA National Realty Homes
6. Claim form(s) signed by Global Discoveries
7. Copy of Photo ID Business Card for Robert E. Hardwick.

Upon approval, claimant(s) request that the Treasurer and Tax Collector issue its warrant(s) as follows:

- One warrant in the amount of \$133,764.86 or 100% of the claimant's share of the excess proceeds made payable to Global Discoveries, Ltd. and mailed to P.O. Box 1748, Modesto, California 95353-1748.

Please address questions regarding the attached claim(s) to Jed Byerly, Chief Operating Officer, at (209) 593-3913, or e-mail to [jed@globaldiscoveries.com](mailto:jed@globaldiscoveries.com).

The Client(s) and the staff of Global Discoveries, Ltd., thank you in advance for your timely review and approval of the attached claim(s).

**Certified Tracking Number: 7013-1710-0000-7420-4045**



DOC # 2003-603164

08/08/2003 08:00A Fee:10.00

Page 1 of 2

Recorded in Official Records

County of Riverside

Gary L. Orso

Assessor, County Clerk & Recorder



RECORDING REQUESTED BY

AND WHEN RECORDED MAIL TO:  
NATIONAL REALTY HOMES INC.  
2915 REDHILL AVENUE SUITE B-201 A  
COSTA MESA, CA 92626

M	S	U	PAGE	SIZE	DA	PCOR	NOCDR	BMF	MISC
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					1				LC
A	R	L			COPY	LONG	REFUND	NOCHG	EXAM

A.P.N.: 367-050-062, 367-050-063 TRA #: 065-000cc

### CORPORATION GRANT DEED

THE UNDERSIGNED GRANTOR(S) DECLARE(S) THAT DOCUMENTARY TRANSFER TAX IS: COUNTY SD  
 computed on full value of property conveyed, or  
 computed on full value less value of liens or encumbrances remaining at time of sale,  
unincorporated area;  City of LAKE ELSINORE, and



FOR A VALUABLE CONSIDERATION, receipt of which is hereby acknowledged,  
INVESTMENT MANAGEMENT M & L INC., A CALIFORNIA CORPORATION  
organized under the laws of the State of

hereby GRANT(S) to INVESTMENT MANAGEMENT M & L INC., A CALIFORNIA CORPORATION AS TO AN  
UNDIVIDED 40% INTEREST AND NATIONAL REALTY INVESTMENTS INC., DBA NATIONAL REALTY  
HOMES AS TO AN UNDIVIDED 44.5% INTEREST AND PHILIP P. QUEZADA, AN UNMARRIED MAN AS TO  
AN UNDIVIDED 15.5% INTEREST, AS TENANTS IN COMMON.

the following described property in the City of LAKE ELSINORE, County of Riverside State of California;

**PARCEL 1:**

LOT 102 OF SEDCO TRACT NO. 1, AS SHOWN BY MAP ON FILE IN BOOK 10, PAGES 58 TO 75 INCLUSIVE  
OF MAPS, RECORDS OF RIVERSIDE COUNTY, CALIFORNIA. EXCEPTING THE NORTHERLY 220 FEET  
THEREOF.

ALSO EXCEPTING THEREFROM ALL OF THE UNDERGROUND WATERS, SAVE ONLY THE RIGHT OF  
THE OWNER OR OWNERS OF THE WHOLE OR ANY PART OF SAID PROPERTY TO SINK WELLS AND  
DEVELOP AND USE ALL WATER NECESSARY TO BE USED ON SAID LAND BY HIM OR THEM; IN THE  
COUNTY OF RIVERSIDE, STATE OF CALIFORNIA.

EXCEPTING THEREFROM THAT PORTION AS CONVEYED TO THE COUNTY OF RIVERSIDE BY GRANT  
DEED RECORDED JUNE 23, 1993, AS INSTRUMENT NO. 240080 OFFICIAL RECORDS OF SAID COUNTY.

**PARCEL 2:**

THE NORTHERLY 220 FEET OF LOT 102 SEDCO TRACT NO. 1 AS SHOWN BY MAP ON FILE IN BOOK 10  
PAGES 58 TO 75 INCLUSIVE OF MAPS, RECORDS OF RIVERSIDE COUNTY CALIFORNIA.

EXCEPTING THEREFROM THAT PORTION AS CONVEYED TO THE COUNTY OF RIVERSIDE BY GRANT  
DEED RECORDED JUNE 23, 1993, AS INSTRUMENT NO. 240080 OFFICIAL RECORDS OF SAID COUNTY.

CORPORATION GRANT DEED CONTINUED ON NEXT PAGE

Mail Tax Statements to: SAME AS ABOVE or Address Noted Below

A.P.N.: 367-050-062, 367-050-063

CORPORATION GRANT DEED - CONTINUED

Abel Perez  
INVESTMENT MANAGEMENT M & L INC.,  
A CALIFORNIA CORPORATION  
BY ABEL PEREZ, PRESIDENT

Document Date: May 22, 2003

STATE OF CALIFORNIA )  
COUNTY OF LOS ANGELES )SS

On MAY 22nd 2003 before me, FIDEL SALAZAR, Notary Public  
personally appeared ABEL PEREZ

personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/~~she/they~~ executed the same in his/~~her/their~~ authorized capacity(ies) and that by his/~~her/their~~ signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature Fidel Salazar

This area for official notarial seal.



2883-683164  
08/08/2003 08:00A  
2 of 2

CLAIM WITHDRAWAL

The undersigned party(ies) of interest, National Realty Investments Inc., DBA National Realty Homes, hereby withdraw my/our previous claim filed to the excess proceeds that are the result of property(ies) sold on 8/15/2013 at the Riverside County, California, public auction of tax defaulted property, described as follows: Riverside County Assessor's Parcel Number(s): 367-050-068.

Therefore, the undersigned does hereby authorize and instruct the Riverside County Treasurer-Tax Collector to return to Global Discoveries Ltd. the full and complete claim package that I/we are now requesting to be withdrawn.

With this withdrawal request, the undersigned party(ies) of interest hereby revokes any other agency appointments that may have previously been executed, and hereby appoint Jed W. Byerly, Chief Operating Officer of Global Discoveries, Ltd., located at 1120 13<sup>th</sup> St. Suite A, Modesto CA 95354, as my/our exclusive-agent to perform the following limited and specific powers for my/our use and benefit: Sign all releases, indemnifications or forms and perform all tasks required to finalize this claim withdrawal process.

The undersigned hereby grants to said exclusive-agent full power and authority to do and perform each and every act and thing which may be necessary, or convenient, in connection with any of the foregoing, as fully, to all intents and purposes, as the undersigned might or could do if personally present, hereby ratifying and confirming all that the said exclusive-agent shall lawfully do or cause to be done by authority hereof. The powers granted to the exclusive-agent shall become effective immediately and shall remain in effect until the subject claim(s) are withdrawn and returned to Global Discoveries Ltd.

The undersigned have sold and assigned all right title and interest to the claim rights to Global Discoveries, Ltd. and acknowledge that Global Discoveries Ltd. will file amended claim(s) for all of the excess proceeds resulting from the sale of the above describe property.

Dated this 24 day of January 2014

Signature: Robert E. Hardwick
National Realty Investments Inc., DBA National Realty Homes
Robert E. Hardwick-Senior Vice President

CERTIFICATE OF ACKNOWLEDGEMENT OF NOTARY PUBLIC

State of CA

County of ORANGE

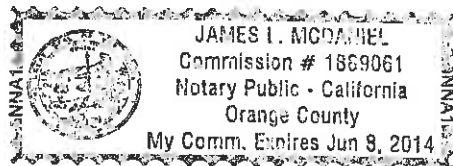
On Jan 24, 2014 before me, James L. McDaniel, Notary Public, personally appeared

Robert E. Hardwick (here insert name and title of the officer), who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature of Notary Public (seal)



**State of California  
Secretary of State**

**CERTIFICATE OF STATUS**

**ENTITY NAME:**

NATIONAL REALTY INVESTMENTS, INC.

**FILE NUMBER:** C1962874  
**REGISTRATION DATE:** 02/27/1996  
**TYPE:** FOREIGN CORPORATION  
**JURISDICTION:** NEVADA  
**STATUS:** ACTIVE (GOOD STANDING)

I, DEBRA BOWEN, Secretary of State of the State of California,  
hereby certify:

The records of this office indicate the entity is qualified to  
transact intrastate business in the State of California.

No information is available from this office regarding the financial  
condition, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this certificate  
and affix the Great Seal of the State of  
California this day of January 27, 2014.

*Debra Bowen*

**DEBRA BOWEN  
Secretary of State**



1962874

FILED  
In the office of the Secretary of State  
of the State of California

50

STATEMENT AND DESIGNATION  
BY  
FOREIGN CORPORATION

FEB 27 1996

*Bill Jones*  
BILL JONES, Secretary of State

National Realty Investments, Inc.

(Name of Corporation)

\_\_\_\_\_ a corporation organized  
and existing under the laws of Nevada, makes the following  
(State or Place of Incorporation)

statements and designation:

1. The address of its principal executive office is \_\_\_\_\_  
3295 N. Nellis Blvd, #54, Las Vegas, Nevada 89115  
(Insert complete address of principal executive office wherever located.)  
**DO NOT USE POST OFFICE BOX**

2. The address of its principal office in the State of California is \_\_\_\_\_  
2 Civic Plaza, Suite 180, Newport Beach, CA 92660  
(Insert complete address of principal office in California.)  
**DO NOT USE POST OFFICE BOX**

DESIGNATION OF AGENT FOR SERVICE OF PROCESS IN THE STATE OF CALIFORNIA  
(Complete Either Item 3 or Item 4)

3. (Use this paragraph if the process agent is a natural person.)

Robert E. Hardwick

a natural person residing in the State of California, whose complete address  
is 2 Civic Plaza, Suite 180, Newport Beach, CA 92660

**DO NOT USE POST OFFICE BOX**

is designated as agent upon whom process directed to the undersigned corporation  
may be served within the State of California, in the manner provided by law.

ADW5001

4. (Use this paragraph if the process agent is a corporation.)

\_\_\_\_\_, a corporation organized and existing under the laws of \_\_\_\_\_, is designated as agent upon whom process directed to the undersigned corporation may be served within the State of California, in the manner provided by law.

NOTE: Before a corporation may be designated by any other corporation as an agent for service of process, a corporate agent must have complied with Section 1505, California Corporations Code.

5. The undersigned corporation hereby irrevocably consents to service of process directed to it upon the agent designated above, and to service of process on the Secretary of State of the State of California if the agent so designated or the agent's successor is no longer authorized to act or cannot be found at the address given.

National Realty Investments, Inc.

(Name of Corporation)

Robert E. Hardwick  
(Signature of Corporate Officer)

Robert E. Hardwick, Vice President

(Typed Name and Title of Officer Signing)

# SECRETARY OF STATE



## CERTIFICATE OF CORPORATE EXISTENCE (EXCLUDING AMENDMENTS)

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to corporations organized under the laws thereof; and am the proper officer to execute this certificate.

I further certify that, at the date of this certificate, **NATIONAL REALTY INVESTMENTS, INC.** is a corporation duly organized and existing under and by virtue of the laws of the State of Nevada, and is in good standing in this State.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on February 20, 1986.



*Dean Heller*

Secretary of State

By *Signe M. Williams*  
Certification Clerk



**State of California**  
**Bill Jones**  
**Secretary of State**

**STATEMENT BY FOREIGN CORPORATION**

00-696006

FILED  
 SACRAMENTO, CALIF.

MAY -5 00

*Bill Jones*  
 BILL JONES  
 SECRETARY OF STATE

1. CORPORATE NUMBER: C1962874  
 CORPORATE NAME: National Realty Investments, Inc.  
 2915 Red Hill Avenue  
 Suite B-201A  
 Costa Mesa, California 92626

This Space For Filing Use Only

2. STREET ADDRESS OF PRINCIPAL EXECUTIVE OFFICE CITY AND STATE ZIP CODE  
 811 South 6th Street Las Vegas, Nevada 89101

3. STREET ADDRESS OF PRINCIPAL BUSINESS OFFICE IN CALIFORNIA, IF ANY CITY ZIP CODE  
 2915 Red Hill Avenue, Suite B-201A Costa Mesa, California CA 92626

4. MAILING ADDRESS CITY AND STATE ZIP CODE  
 2915 Red Hill Avenue, Suite B-201A Costa Mesa, California 92626

5. CHIEF EXECUTIVE OFFICER/ ADDRESS CITY AND STATE ZIP CODE  
 SA Magruder 2915 Red Hill Avenue, Suite B-201A Costa Mesa, CA 92626

6. SECRETARY/ ADDRESS CITY AND STATE ZIP CODE  
 SA Magruder 2915 Red Hill Avenue, Suite B-201A Costa Mesa, CA 92626

7. CHIEF FINANCIAL OFFICER/ ADDRESS CITY AND STATE ZIP CODE  
 SA Magruder 2915 Red Hill Avenue, Suite B-201A Costa Mesa, CA 92626

8. CHECK THE APPROPRIATE PROVISION BELOW AND NAME THE AGENT FOR SERVICE OF PROCESS:  
 AN INDIVIDUAL RESIDING IN CALIFORNIA.  
 A CORPORATION WHICH HAS FILED A CERTIFICATE PURSUANT TO SECTION 1505 OF THE CALIFORNIA CORPORATIONS CODE.  
 AGENTS NAME: Robert E. Hardwick

9. ADDRESS OF THE AGENT FOR SERVICE OF PROCESS IN CALIFORNIA, IF AN INDIVIDUAL CITY ZIP CODE  
 2915 Red Hill Avenue, Suite B-201A Costa Mesa, California CA 92626

10. DESCRIBE THE TYPE OF BUSINESS OF THE CORPORATION  
 Real Estate

11. I DECLARE THAT I HAVE EXAMINED THIS STATEMENT AND TO THE BEST OF MY KNOWLEDGE AND BELIEF, IT IS TRUE, CORRECT AND COMPLETE.

Robert E. Hardwick *Robert E. Hardwick* Sr Vice President 5/1/00  
 TYPE OR PRINT NAME OF SIGNING OFFICER OR AGENT ORIGINAL SIGNATURE TITLE DATE

00-202322



**State of California**  
**Secretary of State**

**F**

**E-R95163**

**FILED**

In the office of the Secretary of State of the State of California

**Apr - 19 2013**

**Statement of Information**  
(Foreign Corporation)

**FEES (Filing and Disclosure): \$25.00.**

If this is an amendment, see instructions.

**IMPORTANT - READ INSTRUCTIONS BEFORE COMPLETING THIS FORM**

**1. CORPORATE NAME**

NATIONAL REALTY INVESTMENTS, INC.

2915 RED HILL AVE STE B201A

COSTA MESA CA 92626

**2. CALIFORNIA CORPORATE NUMBER**    C1962874

This Space For Filing Use Only

**No Change Statement** ( Not applicable if agent address of record is a P.O. Box address. See instructions.)

**3. If there have been any changes to the information contained in the last Statement of Information filed with the California Secretary of State, or no statement of information has been previously filed, this form must be completed in its entirety.**

If there has been no change in any of the information contained in the last Statement of Information filed with the California Secretary of State, check the box and proceed to Item 13.

**Complete Addresses for the Following** (Do not abbreviate the name of the city. Items 4 and 5 cannot be P.O. Boxes.)

<b>4. STREET ADDRESS OF PRINCIPAL EXECUTIVE OFFICE</b>	<b>CITY</b>	<b>STATE</b>	<b>ZIP CODE</b>
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<b>5. STREET ADDRESS OF PRINCIPAL BUSINESS OFFICE IN CALIFORNIA, IF ANY</b>	<b>CITY</b>	<b>STATE</b>	<b>ZIP CODE</b>
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<b>6. MAILING ADDRESS OF THE CORPORATION, IF DIFFERENT THAN ITEM 4</b>	<b>CITY</b>	<b>STATE</b>	<b>ZIP CODE</b>
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**Names and Complete Addresses of the Following Officers** (The corporation must list these three officers. A comparable title for the specific officer may be added; however, the preprinted titles on this form must not be altered.)

<b>7. CHIEF EXECUTIVE OFFICER/</b>	<b>ADDRESS</b>	<b>CITY</b>	<b>STATE</b>	<b>ZIP CODE</b>
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<b>8. SECRETARY</b>	<b>ADDRESS</b>	<b>CITY</b>	<b>STATE</b>	<b>ZIP CODE</b>
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<b>9. CHIEF FINANCIAL OFFICER/</b>	<b>ADDRESS</b>	<b>CITY</b>	<b>STATE</b>	<b>ZIP CODE</b>
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**Agent for Service of Process** If the agent is an individual, the agent must reside in California and Item 11 must be completed with a California street address, a P.O. Box address is not acceptable. If the agent is another corporation, the agent must have on file with the California Secretary of State a certificate pursuant to California Corporations Code section 1505 and Item 11 must be left blank.

**10. NAME OF AGENT FOR SERVICE OF PROCESS**

<b>11. STREET ADDRESS OF THE AGENT FOR SERVICE OF PROCESS IN CALIFORNIA, IF AN INDIVIDUAL</b>	<b>CITY</b>	<b>STATE</b>	<b>ZIP CODE</b>
---	-------------	--------------	-----------------

**Type of Business**

**12. DESCRIBE THE TYPE OF BUSINESS OF THE CORPORATION**

**13. THE INFORMATION CONTAINED HEREIN IS TRUE AND CORRECT.**

04/19/2013

ROBERT EUGENE HARDWICK

SENIOR VICE PRESIDENT

DATE

TYPE/PRINT NAME OF PERSON COMPLETING FORM

TITLE

SIGNATURE

**CORPORATE RESOLUTION**

I, Robert E. Hardwick being the Senior Vice President of National Realty Investments Inc., DBA National Realty Homes, do hereby certify that the following is a true and exact copy of an excerpt from the minutes of a meeting of the Board of Directors of this Corporation at which time a quorum was present, and that said resolution is in full force and effect.

Resolved, that the Senior Vice President be and is hereby directed to certify from time to time that as an individual officer who signs deeds, bids contracts, and related documents requiring the signature of the corporation with respect to the ordinary course of business shall duly bind the Corporation.

In accordance with the foregoing resolution, I do hereby verify that I, Robert E. Hardwick am the Senior Vice President of National Realty Investments Inc., DBA National Realty Homes. Further, I, Robert E. Hardwick have been authorized to execute the Assignment of Rights and all other relevant documents to Global Discoveries on behalf of National Realty Investments Inc., DBA National Realty Homes.

January 24, 2014  
Date

Robert E. Hardwick  
National Realty Investments Inc., DBA National Realty Homes  
Robert E. Hardwick, Senior Vice President

**JURAT**

State of CA

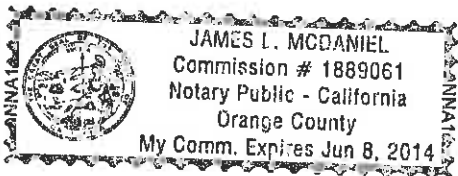
County of ORANGE

Subscribed and sworn to (or affirmed) before me on this

24<sup>th</sup> day of JANUARY, 2014, by  
Date Month Year

ROBERT E. HARDWICK  
Name of Signer

proved to me on the basis of satisfactory evidence to be the person(s) who appeared before me.



Signature James L. McDaniel  
Signature of Notary Public

(Place Notary Seal Above)

ASSIGNMENT OF RIGHT TO COLLECT EXCESS PROCEEDS

To expedite processing of this claim, we would strongly suggest you use this form. For this form to be valid it must be completed in its entirety and documentation establishing the assignor as a "party of interest" must be provided at the time this document is filed with the Treasurer-Tax Collector. PLEASE SEE REVERSE SIDE OF THIS DOCUMENT FOR FURTHER INSTRUCTIONS.

As a party of interest (defined in Section 4675 of the California Revenue and Taxation Code), I, the undersigned, do hereby assign to GLOBAL DISCOVERIES, LTD. my right to apply for and collect the excess proceeds which you are holding and to which I am entitled from the sale of assessment number 367050068-7, Tax Sale Number TC 197, Item 92 sold at public auction on 8/15/2013. I understand that the total of excess proceeds available for refund is \$ 300,595.18+/-, and that I AM GIVING UP MY RIGHT TO FILE A CLAIM FOR THEM. FOR VALUABLE CONSIDERATION RECEIVED I HAVE SOLD THIS RIGHT OF COLLECTION (assignment) TO THE ASSIGNEE. I certify under penalty of perjury that I have disclosed to the assignee all facts of which I am aware relating to the value of this right I am assigning.

Robert E. Hardwick (Signature of Party of Interest/Assignor) (Date)

National Realty Investments Inc., DBA National Realty Homes-By: Robert E. Hardwick-Senior Vice President (Name Printed)

Tax ID/SS#

2915 RED HILL AVE # B-201A (Address)

COSTA MESA CA 92626 (City/State/Zip)

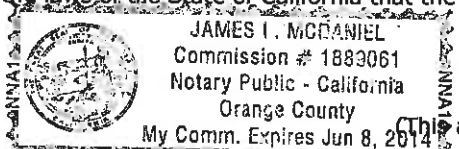
STATE OF CALIFORNIA COUNTY OF ORANGE ) ss.

714-751-1114 (Area Code/Telephone Number)

On JANUARY 24, 2014, before me, the undersigned, a Notary Public in and for said State, personally appeared ROBERT E. HARDWICK who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument. I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal

James I. McDaniel (Signature of Notary)



I, the undersigned, certify under penalty of perjury that I have disclosed to the party of interest (assignor), pursuant to Section 4675 of the California Revenue and Taxation Code, all facts of which I am aware relating to the value of the right he is assigning, that I have disclosed to him the full amount of excess proceeds available, and that I HAVE ADVISED HIM OF HIS RIGHT TO FILE A CLAIM ON HIS OWN WITHOUT ASSIGNING THAT RIGHT.

Jed Byerly (Signature of Assignee)

Jed Byerly, Chief Operating Officer (Name Printed)

Tax ID/SS#

Global Discoveries, Ltd. (Address)

STATE OF CALIFORNIA COUNTY OF Stanislaus ) ss.

P.O. Box 1748 Modesto, California 95353-1748 (City/State/Zip)

Phone: (209) 593-3913

On February 10, 2014, before me, the undersigned, a Notary Public in and for said State, personally appeared \*\*\*Jed Byerly\*\*\* who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument. I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal

M. Stevens (Signature of Notary)



(This area for official seal)

**CLAIM FOR EXCESS PROCEEDS FROM THE SALE OF TAX DEFAULTED PROPERTY**

To: Riverside County Treasurer and Tax Collector

Assessor's Parcel No: 367050068-7  
Tax Sale Number: TC 197  
Item Number: 92  
Date of Sale: 8/15/2013

The undersigned claimant, Global Discoveries, Ltd., claims \$133,764.86+/- or 100% of the claimant's share of the actual amount of excess proceeds from the sale of the property referenced above.

Global Discoveries, Ltd., claims its status as a party of interest pursuant to Section 4675 of the California Revenue and Taxation Code based upon the attached documentation:

Please refer to Claim Summary and attached Documents

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

Executed this 10<sup>th</sup> day of February, 2014 at Modesto, California.

By: [Signature]  
Jed Byerly Chief Operating Officer  
Global Discoveries, Ltd. Tax ID # 77-0558969  
P.O. Box 1748  
Modesto, CA 95353-1748  
(209) 593-3913

**CERTIFICATE OF ACKNOWLEDGEMENT OF NOTARY PUBLIC**

State of California )

County of Stanislaus )

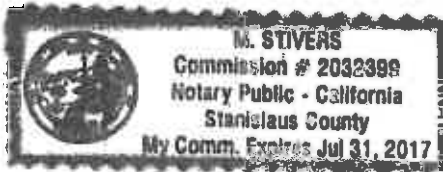
On 2/10/2014 before me, M. Stivers - Notary Public, personally appeared  
(Date) (here insert name and title of the officer)

Jed Byerly, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

[Signature] (seal)  
Signature of Notary Public





**CALIFORNIA DRIVER LICENSE**



*Robert E. Hardwick*

DL  
EXP 02/10/2016  
LN HARDWICK  
FN ROBERT EUGENE

CLASS C  
END NONE

DOB 02/10/1938  
RSTR NONE



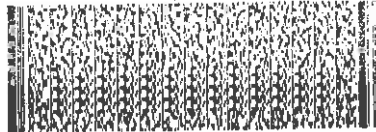
02101938

SEX M HAIR BLK EYES BLU  
HGT 6'-02" WGT 220 lb ... 135  
DD 02/09/201162819/BBFD/16 02/08/2011

11030F0045500401



CLASS: C-Veh w/GVWR 525000, No WC  
ENDORSEMENTS: NONE  
RESTRICTIONS: NONE



This license is valid only if the holder is  
at least 16 years of age, is a resident of  
California, and has not been convicted of  
any felony or misdemeanor involving  
motor vehicle laws or traffic offenses.

021036

*Robert E. Hardwick*

Rev 04/16/2010

	<p><b>NRI, Inc.</b> National Realty Homes Real Estate Development &amp; Loan Brokerage</p>
<p>Robert E. Hardwick Senior Vice President bgd@nri.com</p> <p>2915 Red Hill Avenue, Suite B201A Costa Mesa, CA 92626 714.751.1114</p>	



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Notary & Authentications

Elections

Campaign & Lobbying

**Business Entities (BE)**

**Business Entity Detail**

Data is updated to the California Business Search on Wednesday and Saturday mornings. Results reflect work processed through Tuesday, May 05, 2015. Please refer to **Processing Times** for the received dates of filings currently being processed. The data provided is not a complete or certified record of an entity.

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- **Misleading Business Solicitations**

<b>Entity Name:</b>	NATIONAL REALTY INVESTMENTS, INC.
<b>Entity Number:</b>	C1962874
<b>Date Filed:</b>	02/27/1996
<b>Status:</b>	ACTIVE
<b>Jurisdiction:</b>	NEVADA
<b>Entity Address:</b>	2915 RED HILL AVE STE B201A
<b>Entity City, State, Zip:</b>	COSTA MESA CA 92626
<b>Agent for Service of Process:</b>	ROBERT E HARDWICK
<b>Agent Address:</b>	2915 RED HILL AVE STE B201A
<b>Agent City, State, Zip:</b>	COSTA MESA CA 92626

\* Indicates the information is not contained in the California Secretary of State's database.

- If the status of the corporation is "Surrender," the agent for service of process is automatically revoked. Please refer to California Corporations Code **section 2114** for information relating to service upon corporations that have surrendered.
- For information on checking or reserving a name, refer to **Name Availability**.
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- For descriptions of the various fields and status types, refer to **Field Descriptions and Status Definitions**.

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# NATIONAL REALTY INVESTMENTS, INC.

Business Entity Information			
Status:	Active	File Date:	10/26/1995
Type:	Domestic Corporation	Entity Number:	C18617-1995
Qualifying State:	NV	List of Officers Due:	10/31/2015
Managed By:		Expiration Date:	
NV Business ID:	NV19951146730	Business License Exp:	10/31/2015

Additional Information	
Central Index Key:	

Registered Agent Information			
Name:	NIKOLAS L. MASTRANGELO, ESQ.	Address 1:	811 S SIXTH ST
Address 2:		City:	LAS VEGAS
State:	NV	Zip Code:	89101
Phone:		Fax:	
Mailing Address 1:		Mailing Address 2:	
Mailing City:		Mailing State:	NV
Mailing Zip Code:			
Agent Type:	Commercial Registered Agent		
Status:	Active		

Financial Information			
No Par Share Count:	25,000.00	Capital Amount:	\$ 0
No stock records found for this company			

- Officers		<input type="checkbox"/> Include Inactive Officers	
<b>President - RE HARDWICK</b>			
Address 1:	811 SOUTH SIXTH STREET	Address 2:	
City:	LAS VEGAS	State:	NV
Zip Code:	89101	Country:	USA
Status:	Active	Email:	
<b>Secretary - RE HARDWICK</b>			
Address 1:	811 SOUTH SIXTH STREET	Address 2:	
City:	LAS VEGAS	State:	NV
Zip Code:	89101	Country:	USA
Status:	Active	Email:	

Treasurer - RE HARDWICK			
Address 1:	811 SOUTH SIXTH STREET	Address 2:	
City:	LAS VEGAS	State:	NV
Zip Code:	89101	Country:	USA
Status:	Active	Email:	
Director - RE HARDWICK			
Address 1:	811 SOUTH SIXTH STREET	Address 2:	
City:	LAS VEGAS	State:	NV
Zip Code:	89101	Country:	USA
Status:	Active	Email:	

- Actions\Amendments			
Action Type:	Articles of Incorporation		
Document Number:	C18617-1995-001	# of Pages:	8
File Date:	10/26/1995	Effective Date:	
(No notes for this action)			
Action Type:	Annual List		
Document Number:	C18617-1995-007	# of Pages:	1
File Date:	9/11/1998	Effective Date:	
(No notes for this action)			
Action Type:	Annual List		
Document Number:	C18617-1995-008	# of Pages:	1
File Date:	10/27/1999	Effective Date:	
(No notes for this action)			
Action Type:	Annual List		
Document Number:	C18617-1995-006	# of Pages:	1
File Date:	11/1/2000	Effective Date:	
(No notes for this action)			
Action Type:	Annual List		
Document Number:	C18617-1995-004	# of Pages:	1
File Date:	12/12/2001	Effective Date:	
(No notes for this action)			
Action Type:	Annual List		
Document Number:	C18617-1995-005	# of Pages:	1
File Date:	9/17/2002	Effective Date:	
(No notes for this action)			
Action Type:	Annual List		
Document Number:	C18617-1995-003	# of Pages:	1
File Date:	10/16/2003	Effective Date:	
(No notes for this action)			

<b>Action Type:</b>	Annual List		
<b>Document Number:</b>	C18617-1995-002	<b># of Pages:</b>	1
<b>File Date:</b>	9/25/2004	<b>Effective Date:</b>	
<b>List of Officers for 2004 to 2005</b>			
<b>Action Type:</b>	Annual List		
<b>Document Number:</b>	20050465319-05	<b># of Pages:</b>	1
<b>File Date:</b>	10/6/2005	<b>Effective Date:</b>	
<b>(No notes for this action)</b>			
<b>Action Type:</b>	Annual List		
<b>Document Number:</b>	20060694984-28	<b># of Pages:</b>	1
<b>File Date:</b>	10/26/2006	<b>Effective Date:</b>	
<b>(No notes for this action)</b>			
<b>Action Type:</b>	Annual List		
<b>Document Number:</b>	20070677310-43	<b># of Pages:</b>	1
<b>File Date:</b>	10/1/2007	<b>Effective Date:</b>	
<b>07-08</b>			
<b>Action Type:</b>	Annual List		
<b>Document Number:</b>	20080674777-38	<b># of Pages:</b>	1
<b>File Date:</b>	10/10/2008	<b>Effective Date:</b>	
<b>(No notes for this action)</b>			
<b>Action Type:</b>	Annual List		
<b>Document Number:</b>	20100840865-84	<b># of Pages:</b>	1
<b>File Date:</b>	11/2/2010	<b>Effective Date:</b>	
<b>(No notes for this action)</b>			
<b>Action Type:</b>	Annual List		
<b>Document Number:</b>	20100840866-95	<b># of Pages:</b>	1
<b>File Date:</b>	11/2/2010	<b>Effective Date:</b>	
<b>(No notes for this action)</b>			
<b>Action Type:</b>	Annual List		
<b>Document Number:</b>	20110776455-78	<b># of Pages:</b>	1
<b>File Date:</b>	10/27/2011	<b>Effective Date:</b>	
<b>2011-2012</b>			
<b>Action Type:</b>	Annual List		
<b>Document Number:</b>	20120713616-29	<b># of Pages:</b>	1
<b>File Date:</b>	10/19/2012	<b>Effective Date:</b>	
<b>(No notes for this action)</b>			
<b>Action Type:</b>	Annual List		
<b>Document Number:</b>	20130705195-73	<b># of Pages:</b>	1
<b>File Date:</b>	10/29/2013	<b>Effective Date:</b>	
<b>(No notes for this action)</b>			

<b>Action Type:</b>	Annual List		
<b>Document Number:</b>	20140740709-54	<b># of Pages:</b>	1
<b>File Date:</b>	10/30/2014	<b>Effective Date:</b>	
<b>(No notes for this action)</b>			

CLAIM FOR EXCESS PROCEEDS FROM THE SALE OF TAX-DEFAULTED PROPERTY  
(SEE REVERSE SIDE FOR FURTHER INSTRUCTIONS)

To: Don Kent, Treasurer-Tax Collector

Re: Claim for Excess Proceeds

TC 197 Item 92 Assessment No.: 367050068-7

Assessee: TERRA NOVA CAPITAL INC & CALVINIA

Situs:

Date Sold: August 20, 2013

Date Deed to Purchaser Recorded: October 2, 2013

Final Date to Submit Claim: October 2, 2014

TREASURER-TAX COLLECTOR  
JAN 10 2014  
RECEIVED

I/We, pursuant to Revenue and Taxation Code Section 4675, hereby claim excess proceeds in the amount of \$ 304,000.94 from the sale of the above mentioned real property. I/We were the  lienholder(s),  property owner(s) [check in one box] at the time of the sale of the property as is evidenced by Riverside County Recorder's Document No. \_\_\_\_\_; recorded on \_\_\_\_\_. A copy of this document is attached here to. I/We are the rightful claimants by virtue of the attached assignment of interest. I/We have listed below and attached hereto each item of documentation supporting the claim submitted.

NOTE: YOUR CLAIM WILL NOT BE CONSIDERED UNLESS THE DOCUMENTATION IS ATTACHED.

Articles of Incorporation  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

If the property is held in Joint Tenancy, the taxsale process has severed this Joint Tenancy, and all Joint Tenants will have to sign the claim unless the claimant submits proof that he or she is entitled to the full amount of the claim, the claimant may only receive his or her respective portion of the claim.

I/We affirm under penalty of perjury that the foregoing is true and correct.

Executed this 16<sup>th</sup> day of January, 2014 at Riverside Calif  
County, State

Nancy L. Maloy  
Signature of Claimant

\_\_\_\_\_  
Signature of Claimant

Nancy L. Maloy  
Print Name

\_\_\_\_\_  
Print Name

12466 Via Posada Way  
Street Address

\_\_\_\_\_  
Street Address

Victorville, Ca 92392  
City, State, Zip

\_\_\_\_\_  
City, State, Zip

760-981-4246 Hm  
Phone Number

\_\_\_\_\_  
Phone Number

562-577-9876 Cell

TICOR TITLE

RECORDING REQUESTED BY

AND WHEN RECORDED MAIL TO:  
PROGRESSIVE PROPERTIES AND INV. INC.  
P.O. BOX 1390  
LOS ALAMITOS, CA 90720

DOC # 2004-0934519

11/23/2004 08:00A Fee:23.00  
Page 1 of 3 Doc T Tax Paid  
Recorded in Official Records  
County of Riverside  
Gary L. Orso  
Assessor, County Clerk & Recorder



M	S	U	PAGE	SIZE	DA	PCOR	NOCOR	SMF	MISC.
	1		3			✓		1	
A	R	L				COPY	LONG	REFUND	NCHG

A.P.N.: 367-050-062, 367-050-063 ~~TRA#~~ Order N

TRA: ~~2005-009-~~  
005

GRANT DEED

THE UNDERSIGNED GRANTOR(S) DECLARE(S) THAT DOCUMENTARY TRANSFER TAX IS: COUNTY \$165.00  
 computed on full value of property conveyed, or  
 computed on full value less value of liens or encumbrances remaining at time of sale,  
 unincorporated area;  City of LAKE ELSINORE, and

23  
T  
AA

FOR A VALUABLE CONSIDERATION, Receipt of which is hereby acknowledged,  
PHILIP P. QUEZADA, A MARRIED MAN AS HIS SOLE AND SEPARATE PROPERTY AS TO AN UNDIVIDED  
10.5% INTEREST

hereby GRANT(S) to PHILIP P. QUEZADA, A MARRIED MAN AS HIS SOLE AND SEPARATE PROPERTY AS  
TO AN UNDIVIDED .5% INTEREST AND PROGRESSIVE PROPERTIES AND INV. INC., AS TO AN  
UNDIVIDED 10% INTEREST, AS TENANTS IN COMMON

the following described property in the City of LAKE ELSINORE, County of Riverside State of California;

THAT PORTION OF THE SOUTH EAST 1/4 OF THE NORTH WEST 1/4 OF SECTION 27, TOWNSHIP 6  
SOUTH AND RANGE 4 WEST, SBM, IN RIVERSIDE COUNTY, CA. AS DESCRIBED AS more particularly  
described in Exhibit " A " attached hereto and made a part hereof.

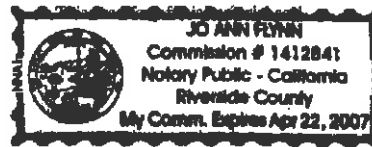
Philip Quezada  
PHILIP P. QUEZADA

Document Date: October 22, 2004

STATE OF CALIFORNIA )  
COUNTY OF Riverside ) SS  
On November 3, 2004 before me, Jo Ann Flynn Notary Public  
personally appeared Philip Quezada  
personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) are subscribed to the within instrument  
and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies) and that he/she/they are the person(s) or the entity  
upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature Jo Ann Flynn



Public Record

5300179-45



**EXHIBIT "A"**

THAT PORTION OF THE SE1/4 OF THE NW1/4 OF SECTION 27, T.6 S., R.4 W., S.B.M. IN RIVERSIDE COUNTY, CA., DESCRIBED AS FOLLOWS:

LOT 102 OF THE SEDCO TRACT NO. 1 IN MAP BOOK 10, PAGES 58-75, OFFICIAL RECORDS OF RIVERSIDE COUNTY, EXCEPTING THEREFROM THAT PORTION THEREOF CONVEYED TO RIVERSIDE COUNTY IN INST. 24008 RECORDED, JUNE 23, 1993.

THE PORTION OF SAID LOT 102 REMAINING AFTER SAID CONVEYANCE IS DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHEAST CORNER OF SAID LOT 102; THENCE ALONG THE EASTERLY LINE OF SAID LOT, SOUTH 01 10' 51" WEST, 640.92 FEET TO THE SOUTHEAST CORNER OF SAID LOT; THENCE ALONG THE SOUTHERLY LINE OF SAID LOT, NORTH 89 21' 59" WEST, 415.28 FEET TO THE EASTERLY R/W LINE OF MISSION TRAIL; THENCE NORTHERLY ALONG SAID R/W LINE THE FOLLOWING FOUR (4) COURSES AND DISTANCES: 1) NORTH 01 53' 39" WEST, 421.26 FEET. 2) NORTH 89 22' 25" WEST, 5.00 FEET 3) NORTH 01 53' 39" WEST, 183.95 FEET. 4) NORTH 42 05' 20" EAST, 48.34 FEET TO THE SOUTHERLY R/W LINE OF CANYON DRIVE; THENCE ALONG SAID SOUTHERLY R/W LINE, SOUTH 89 22' 25" EAST, 421.10 FEET TO THE POINT OF BEGINNING.

NOTE: THE BASIS OF BEARING FOR THIS DESCRIPTION IS THE CENTERLINE OF MISSION TRAIL BETWEEN THE FOUND MONUMENTS AT THE CENTERLINE INTERSECTIONS OF MISSION TRAIL WITH CANYON DRIVE AND WITH WALNUT STREET. THAT BEARING IS SHOWN AS NORTH 01 53' 39" WEST ON THE RECORD OF SURVEY MAP 105, PAGES 47-59

NOTE: THE ABOVE LEGAL DESCRIPTION IS PURSUANT TO CERTIFICATE OF PARCEL MEGER NO 01385 APPROVED BY THE RIVERSIDE COUNTY PLANNING DEPT. RECORDED AUGUST 21, 2003 AS INSTRUMENT NO. 641841.

**PENALTY OF PERJURY FOR NOTARY SEAL**  
(GOVERNMENT CODE 27361.7)

I CERTIFY UNDER THE PENALTY OF PERJURY THAT THE  
NOTARY SEAL ON THE DOCUMENT TO WHICH THIS  
STATEMENT IS ATTACHED READS AS FOLLOWS:

NAME OF NOTARY Jo Ann Flynn

COMMISSION NUMBER 1412841

COUNTY WHERE BOND IS FILED Riverside

STATE WHERE BOND IS FILED Ca

DATE COMMISSION EXPIRES 4-22-07

PLACE OF EXECUTION Riverside, Ca

DATE 11-17-04

SIGNATURE Kate Whelan

*compassion good* *justice* *All people* *Speak* *without discrimination*  
*Conscience*

# California Secretary of State Alex Padilla

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## Business Entities (BE)

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## Business Entity Detail

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<b>Entity Name:</b>	PROGRESSIVE PROPERTIES & INVESTMENTS, INC.
<b>Entity Number:</b>	C2469394
<b>Date Filed:</b>	09/16/2002
<b>Status:</b>	ACTIVE
<b>Jurisdiction:</b>	CALIFORNIA
<b>Entity Address:</b>	12766 VIA POSADA WAY
<b>Entity City, State, Zip:</b>	VICTORVILLE CA 92392
<b>Agent for Service of Process:</b>	NANCY L MALOY
<b>Agent Address:</b>	12766 VIA POSADA WAY
<b>Agent City, State, Zip:</b>	VICTORVILLE CA 92392

\* Indicates the information is not contained in the California Secretary of State's database.

- If the status of the corporation is "Surrender," the agent for service of process is automatically revoked. Please refer to California Corporations Code [section 2114](#) for information relating to service upon corporations that have surrendered.
- For information on checking or reserving a name, refer to [Name Availability](#).
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# State of California

## SECRETARY OF STATE



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

That the attached transcript of \_\_\_ 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



*Bill Jones*

Secretary of State

2469394

ENDORSED - FILED  
in the office of the Secretary of State  
of the State of California

ARTICLES OF INCORPORATION  
OF  
PROGRESSIVE PROPERTIES & INVESTMENTS, INC.

SEP 16 2002

BILL JONES, Secretary of State

I

The name of this corporation is **PROGRESSIVE PROPERTIES & INVESTMENTS, INC.**

II

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than banking business, the trust company business, or the practice of a profession permitted to be Incorporated by the California Corporations Code.

III

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

Lawrence H. Nemirow, Esq.  
5242 Katella Ave., Suite 104  
Los Alamitos, CA 90720

IV

This corporation is authorized to issue only one class of shares of stock which shall be designated as common stock. The total number of shares which this corporation is authorized to issue is 10,000.

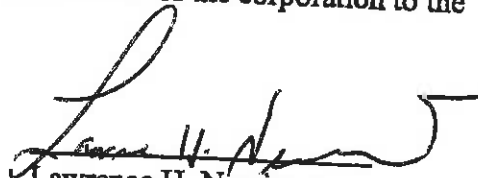
V

The liability of the directors of the corporation for monetary damages shall be eliminated to the fullest extent permissible under California law.

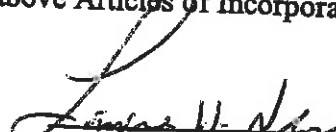
VI

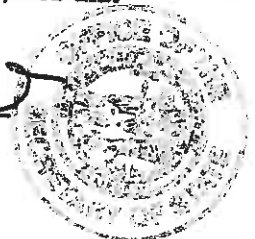
The Corporation is authorized to indemnify the directors and officers of the corporation to the fullest extent permissible under California law.

Dated: September 13, 2002

  
Lawrence H. Nemirow

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

  
Lawrence H. Nemirow



BYLAWS  
OF  
PROGRESSIVE PROPERTIES & INVESTMENTS, INC.

**ARTICLE I  
OFFICES**

Section 1. **PRINCIPAL EXECUTIVE OR BUSINESS OFFICES.** The Board of Directors shall fix the location of the principal executive offices of the Corporation at any place within or outside the State of California. If the principal executive office is located outside California and the Corporation has one or more business offices in California, the Board shall fix and designate a principal business office in California.

Section 2. **OTHER OFFICES.** Branch of subordinate offices may be established at any time by the Board of Directors.

**ARTICLE II  
MEETINGS OF SHAREHOLDERS**

Section 1. **PLACE OF MEETING.** *The Board of Directors may designate any place within or outside the State of California, as the place of meeting for any annual meeting or special meeting called by the Board of Directors. A waiver of notice signed by all shareholders entitled to vote at a meeting may designate any place, within or outside the State of California as the place for holding the meeting.* In the absence of designation by the Board, shareholders' meeting shall be held at the Corporation's principal executive office.

Section 2. **ANNUAL MEETING.** An annual meeting of shareholders shall be held each year on a date and at a time designated by *the president or the Board of Directors.* At each annual meeting, directors shall be elected and other proper business within the power of the shareholders may be transacted. *Failure to hold the annual meeting at the designated date due to shareholders not being able to agree to a meeting date, shall work for a forfeiture or dissolution on the corporation.*

Section 3. **SPECIAL MEETING.** *Special meetings of the shareholders, for an purpose or purposes, unless otherwise prescribed by statute, may be called by the president or by the Board of Directors, and shall be called by the president at the request of the holders of not less than 10 percent of all the shares entitled to vote at the meeting.*

If a special meeting is called by anyone other than the Board of Directors, the person calling the meeting shall make a request in writing, delivered personally or sent by registered mail or by telegraphic, *E-Mail*, or other facsimile transmission, to the chairman of the Board or the president, vice president, or secretary, specifying the time and date of the meeting (which is not less than 35 nor more than 60 days after receipt of the request) *and* the general nature of the business proposed to be transacted. Upon receiving the notice, the secretary shall cause notice of the meeting to be provided to the shareholders entitled to vote in accordance with Section 4.

Section 4. NOTICE OF SHAREHOLDERS MEETING. *Notice of meeting, annual or special, shall be given in writing not less than ten (10) nor more than sixty (60) days before the date of the meeting, to Shareholders entitled to vote thereat by the Secretary of in the case of his or her neglect or refusal by any Director or Shareholder.*

*Such notices or any reports shall be given personally or by mail, or other means of communication as provided in California Corporations Code Section 601, and shall be sent to the Shareholder's address appearing on the books of the corporation, or supplied by him or her to the corporation for the purposes of notice, and in absence thereof as provided in California Corporations Code Section 601 by posting notice at a place where the principal executive office of the corporation is located or by publication at least once in a newspaper of general circulation in the country in which the principal executive office is located. Notice of any meeting of Shareholders shall specify the place, date and hour of the meeting and (i) in the case of a special meeting, the general nature of the business to be transacted, or (ii) in the case of an annual meeting, those matters which the Board of Directors, at the date of the mailing of notice, intends to present for action by the Shareholders. At any meetings where Directors are elected, notice shall include the names of the nominees, if any, intended at the date of notice to be presented by the management for election.*

*If action is proposed to be taken at any meeting for approval of (i) contracts or transactions in which a Director has a direct or indirect financial interest, pursuant to California Corporations Code Section 310, (ii) an amendment to the Articles of Incorporation, pursuant to Section 902 of such Code, (iii) a reorganization of the corporation pursuant to Section 1201 of such code, (iv) dissolution of the corporation pursuant to Section 1900 of such Code, or (v) a distribution to preferred Shareholders, pursuant to Section 2007 of such Code, the notice shall also state the general notice of such proposal.*

Section 5. Quorum. The presence in person or by proxy of the holders of a majority of the shares entitled to vote at any meeting of the Shareholders shall constitute a quorum for the transaction of business. The Shareholders present at a duly called or held meeting at which a quorum is present may continue to do business until adjournment, *notwithstanding* the withdrawal of enough Shareholders to leave less than a quorum, if any action *taken* (less than adjournment) is approved by at least a majority of the shares required to constitute a quorum.

Section 6. ADJOURNED MEETING *and* NOTICE *THEREOF*. Any Shareholders' meeting, annual or special, whether or not a quorum is present, may be adjourned from time to time by the vote of the majority of shares represented at that meeting, either in person or by proxy, but in the absence of a quorum, no other business may be transacted at *such* meeting.

When any meeting of Shareholder's, either annual or special, is adjourned to another time or place, notice need not be given of the adjourned meeting if the time and place *thereof* are announced at a meeting at which the adjournment is taken, unless a new record date for the adjourned meeting is fixed, *or unless the adjournment is for more than forty-five (45) days from the date set for the original meeting, in which case the Board of Directors shall set a new record date.* Notice of any such adjourned meeting shall be given to each Shareholder of record entitled to vote at the adjourned meeting in accordance with the provisions of Section 4 of this Article. At any adjourned meeting the corporation may transact any business which might have been transacted at the original meeting.

Section 7. VOTING. *The Shareholders entitled to vote at any meeting of Shareholders' shall be determined in accordance with Section 10 of this Article. Each outstanding share entitled to vote shall be entitled to one vote upon each matter submitted to a vote of a meeting of Shareholders' except as otherwise provided in the Articles of Incorporation. The vote of the holders of a majority of the shares present and entitled to vote at any duly organized meeting shall decide any question unless the vote of a greater number shall be required by law or the Articles of Incorporation.*

*At a Shareholder's meeting at which directors are to be elected, no shareholder shall be entitled to accumulate votes.*

Section 8. WAIVER OF NOTICE OR CONSENT BY ABSENT SHAREHOLDERS. The transactions at any meeting of Shareholders', either annual or special, however called and noticed and wherever held, shall be as valid as though had a meeting duly held after regular call and notice, if a quorum be present, either in person or by proxy, and if, either before or after the meeting, each person entitled to vote, not present in person or by proxy, signs a written waiver of notice or consent to a holding of the meeting, or any approval of the minutes thereof. The waiver of notice or consent need not specify either the business to be transacted or the purpose of any regular or special meeting of Shareholders, except that if action is taken or proposed to be taken for approval of any of those matters specified in the last paragraph of Section 4 of this Article, the waiver of notice or consent shall state the general nature of such proposal. All such waivers, consents or approvals shall be filed with the corporate records or made a part of the minutes of the meeting.

Attendance of a person at a meeting shall also constitute a waiver of notice of such meeting, except when the person objects, at the beginning of the meeting, to the transaction of any business because the meeting is not lawfully called or convened, and except that attendance at a meeting is not a waiver of any right to object to the consideration of matters not included in the notice if such objection is expressly made at the meeting.

Section 9. SHAREHOLDER ACTION BY WRITTEN CONSENT WITHOUT A MEETING. *Any action which may be taken at a meeting of the Shareholders may be taken without a meeting or notice of meeting if authorized by a writing signed by all the Shareholders entitled to vote at a meeting for such purpose and filed with the Secretary of the corporation, provided further, that while ordinarily directors can only be elected by unanimous written consent under California Corporation Code Section 603 (d), as to vacancy created by death, resignation or other causes, if the Directors fail to fill a vacancy, then a Director to fill that vacancy may be elected by written consent of persons holding a majority of shares entitled to vote for the election of Directors.*

Section 10. OTHER ACTIONS WITHOUT A MEETING.

*Unless otherwise provided in the General Corporation Law, any action which may also be taken at any annual or special meeting of Shareholders may be taken without a meeting and without prior notice if a consent in writing, setting forth the action so taken, shall be signed by the holders of outstanding shares having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote thereon were present and voted.*



*Unless the consents of all Shareholders entitled to vote have been solicited in writing,*

*(a) Notice of any Shareholder approval pursuant to California Corporations Code Sections 310, 317, 1201 or 2007 without a meeting by less than unanimous written consent shall be given at least ten (10) days before the consummation of the action authorized by such approval; and*

*(b) Prompt notice shall be given of the taking of any other corporate action approved by Shareholders without a meeting by less than unanimous written consent, to each of those Shareholders entitled to vote who have not consented in writing.*

*Any Shareholder giving a written consent, or the Shareholder's proxy holders, or a transferee of the shares of a personal representative of the Shareholder or their respective proxy holders, may revoke the consent by a writing received by the corporation prior to the time that written consents of the number of shares required to authorize the proposed action have been filed with the Secretary of the corporation, but may not do so thereafter. Such revocation is effective upon its receipt by the Secretary.*

**Section 11. RECORD DATE FOR SHAREHOLDER NOTICE OF MEETING, VOTING AND GIVING CONSENT.** (a) For purposes of determining the Shareholders entitled to receive notice of and vote at a Shareholders' meeting or give written consent to corporate action without a meeting, the board may fix in advance a record date that is not more than 60 not less than 60 days before any other action.

(b) if no date is fixed:

(i) The record date for determining Shareholders' entitled to receive notice of and vote at a Shareholders meeting shall be business day next preceding the day on which notice is given, or if the notice is waived as provided in Section 8 of this Article, the business day next preceding the day on which the meeting is held.

(ii) The record date for determining Shareholders entitled to give consent to corporate action in writing without a meeting, if no prior action has been taken by the board, shall be the day on which the first written consent is given.

(iii) The record date for determining Shareholders' for any other purpose shall be as set forth in Section 1 of Article VIII of these Bylaws

(c) A determination of shareholders of record entitled to receive notice of and vote at a Shareholders meeting shall apply to any adjournment of the meeting unless the board fixes a new record date if the adjournment is a date more than 45 days after the date set for the original meeting of the notice and voting rights listed in subsection (a) of this action, notwithstanding any transfer of shares on the Corporation's books after the record date, except as otherwise required by law.

**Section 12. PROXIES.** *Every Shareholder entitled to vote for Directors or on any other matter shall have the right to do so either in person or by one or more agents authorized by a proxy validly executed by the Shareholder. A proxy may be executed by written authorization signed, or by electronic transmission authorized, by the Shareholder or the Shareholder's attorney in fact, giving the proxy holder(s) the power to vote the Shareholder's shares. A proxy shall be deemed signed if the Shareholder's name or other authorization is placed on the proxy (whether*

by manual signature, typewriting, telegraphic or electronic transmission or otherwise) by the Shareholder or the Shareholder's attorney in fact. A proxy may also be transmitted orally by telephone if submitted with information from which it may be determined that the proxy was authorized by the Shareholder or the Shareholder's attorney in fact.

A validly executed proxy which does not state that it is irrevocable shall continue in full force and effect unless revoked by the person executing it, prior to the vote pursuant thereto, by a writing delivered to the corporation stating that the proxy is revoked or by a subsequent proxy executed by, or attendance at the meeting and voting in person by the person executing the proxy; provided, however, that no such proxy shall be valid after the expiration of eleven (11) months from the date of such proxy, unless otherwise provided in the proxy. The revocability of a proxy that states on its face that it is irrevocable shall be governed by the provisions of California Corporations Code Section 705(e) and (f).

Section 13. INSPECTORS OF ELECTION. Before any meeting of Shareholders, the Board of Directors may appoint any person other than nominees for office to act as inspectors of election at the meeting or its adjournment. If no inspectors of election are appointed, the Chairman of the meeting may, and on the request of any Shareholder or his or her proxy shall, appoint inspectors of election at the meeting. The number of inspectors shall be either one (1) or three (3). If inspectors are appointed at a meeting on the request of one or more Shareholders or proxies, the holders of a majority of shares or their proxies present at the meeting shall determine whether one (1) or three (3) inspectors are to be appointed. If any person appointed as inspector fails to appear or fails or refuses to act, the vacancy may be filled by appointment by the Board of Directors before the meeting, or by the Chairman at the meeting.

The duties of these inspectors shall be as follows:

(a) Determine the number of shares outstanding and the voting power of each, the shares represented at the meeting, the existence of a quorum, and the authenticity, validity, and effect of proxies

(b) Receive votes, ballots, or consents;

(c) Hear and determine all challenges and questions in any way arising in connection with the right to vote;

(d) Count and tabulate all votes or consents;

(e) Determine the election result; and

(f) Do any other acts that may be proper to conduct the election or vote with fairness to all Shareholders.

Section 14. CHAIRMAN AND SECRETARY OF MEETING. The President, or in the absence of the President, any Vice President, shall call the meeting of the Shareholders to order, and

*shall act as Chairman of the meeting. In the absence of the President and all the Vice Presidents, Shareholders shall appoint a Chairman at such meeting. The Secretary of the Corporation shall act as Secretary of all meetings of the Shareholders, but in the absence of the Secretary at any meeting of the Shareholders, the presiding officer shall appoint any person to act as such Secretary of the meeting.*

### **ARTICLE III DIRECTORS**

Section 1. POWERS AND STANDARD OF CARE *A. Powers. Subject to the provisions of the General Corporation Law of California, and subject to any limitation in the Articles of Incorporation and the Bylaws relating to action required to be approved by the Shareholders or by the outstanding shares, the business and affairs of this corporation shall be managed by and all corporate powers shall be exercised by or under the direction of the Board of Directors.*

*B Standard of Care; Liability: (i). Each Director shall exercise such powers and otherwise perform such duties in good faith, in the manner such Director believes to be in the best interests of the corporation and its shareholders, and with such care including reasonable inquiry, using ordinary prudence, as a person in a like position would use under similar circumstances. (ii). In performing the duties of a Director, a Director shall be entitled to rely on information, opinions, reports, or statements, including financial statements and other financial data, in which case prepared or presented by:*

*(a) One or more officers or employees of the corporation whom the Director believes to be reliable and competent in the matters presented,*

*(b) Counsel, independent accountants or other persons as to matters which the Director believes to be within such person's professional or expert competence, or*

*(c) A Committee of the Board upon which the Director does not serve, as to matters within its designated authority, which committee the Director believes to merit confidence, so long as in any such case, the Director acts in good faith, after reasonable inquiry when the need therefor is indicated by the circumstances and without knowledge that would cause such reliance to be unwarranted.*

Section 2. NUMBERS OF DIRECTORS. *The authorized number of Directors of the corporation shall be 5. This number may be changed by amendment to the Articles of Incorporation or by an amendment to this Section 2, of Article I of these Bylaws, adopted by the vote or written consent of the Shareholders entitled to exercise majority voting power, as provided in California Corporations Code Section 212.*

Section 3. ELECTION AND TERM OF DIRECTORS. *Directors shall be elected at each annual meeting of the Shareholders to hold office until the next annual meeting. Each Director, including a Director elected to fill a vacancy, shall hold office until expiration of the term for which elected and until a successor has been elected and qualified.*

Section 4. VACANCIES. Vacancies in the Board of Directors may be filled by a majority of the remaining Directors, though less than a quorum, or by a sole remaining Director, except that a vacancy created by the removal of a Director by the vote or written consent of the Shareholders, or by court order, may be filled only by the vote of the majority of the shares entitled to vote represented at a duly held meeting at which a quorum is present, or by the written consent of holders of the majority of the outstanding shares entitled to vote. Each Director so elected shall hold office until the next annual meeting of the Shareholders and until a successor has been elected and qualified.

A vacancy in the Board of Directors shall be deemed to exist in the event of the death, resignation, or removal of any Director, or if the Shareholders fail, at any meeting of the Shareholders at which any Directors are elected, to elect the full number of authorized Directors.

The Shareholders may elect a Director or Directors to fill any vacancy or vacancies not filled by the Directors, but any such election by written consent shall require a consent of a majority of the outstanding shares entitled to vote.

Any Director may resign effective upon giving written notice to the Chairman of the Board, the President, the Secretary, or the Board of Directors, unless the notice specifies a later time for that resignation to become effective. If the resignation of a Director is effective at a future time, the Board of Directors may elect a successor to take office when the resignation becomes effective.

No reduction of the authorized number of Directors shall have the effect of removing any Director before the Director's term of office expires.

Section 5. REMOVAL OF DIRECTORS. *The entire Board of Directors or any individual Director named may be removed from office as provided by Sections 302, 303 and 304 of the California Corporations Code. In such a case, the remaining Board Members may elect a successor Director to fill such vacancy for the remaining unexpired term of the Director so removed. No Director may be removed (unless the entire Board is removed) when the votes cast against removal or not consenting in writing to such removal would be sufficient to elect such Director if voted cumulatively at an election at which the same total number of votes were cast (or, if such action is taken by written consent, all shares entitled to vote were voted) and the entire number of Directors authorized at the time of the Directors most recent election were then being elected; and when by the provisions of Articles the holders of the shares of any class or series voting as a class or series are entitled to elect one or more Directors, any Director so elected may be removed only by the applicable vote of the holders of the shares of that class or series.*

Section 6. PLACE OF MEETINGS; TELEPHONE MEETING. *Regular meetings of the Board of Directors shall be held at any place within or without the State of California as designated from time to time by resolution of the Board. In the absence of such resolution, regular meetings shall be held at the principal executive office of the corporation. Special meetings of the Board shall be held at any place within or without the state that has been designated in the notice of the meeting, or, if not stated in the notice or there is no notice, at the principal executive office of the corporation. Any meeting, regular or special, may be held by conference telephone or similar communication equipment, so long as all Directors participating in such meeting can hear one another, and all such Directors shall be deemed to have been present in person at such meeting.*

Section 7. ANNUAL DIRECTORS MEETING. *Immediately following each annual meeting of Shareholders, the Board of Directors shall hold a regular meeting for the purpose of organization, the election of officers and the transaction of other business. Notice of this meeting shall not be required. Minutes of any meeting of the Board, or any committee thereof, shall be maintained as required by Section 1500 of the California Corporations Code by the Secretary or other officer designated for that purpose.*

Section 8. OTHER REGULAR MEETINGS. *Other regular meetings of the Board of Directors shall be held without call at such time as shall from time to time be fixed by the Board of Directors. Such regular meetings may be held without notice, provided the time and place of such meetings has been fixed by the Board of Directors, and further provided the notice of any change in the time of such meeting shall be given to all the Directors. Notice of a change in the determination of the time shall be given to each Director in the same manner as notice for special meetings of the Board of Directors.*

*If said day falls upon a holiday, such meetings shall be held on the next succeeding day thereafter.*

Section 9. SPECIAL MEETING. *Special meetings of the Board of Directors for any purpose or purposes may be called at any time by the Chairman of the Board or the President or any Vice President or the Secretary or any two Directors.*

*Notice of the time and place for special meetings shall be delivered personally or by telephone to each Director or sent by first class mail or telegram, charges prepaid, addressed to each Director at his or her address as it is shown in the records of the corporation. In case such notice is mailed, it shall be deposited in the United States mail at least four (4) days prior to the time of holding of the meeting. In case such notice is delivered personally, or by telephone or telegram, it shall be delivered personally or by telephone or to the telegram company at least forty-eight (48) hours prior to the time of the holding of the meeting. Any oral notice given personally or by telephone may be communicated to either the Director or to a person at the office of the Director who the person giving the notice has reason to believe will promptly be communicated to the Director. The notice need not specify the purpose of the meeting, nor the place, if the meeting is to be held at the principal executive office of the corporation.*

Section 10. WAIVER OF NOTICE. *The transactions of any meeting of the Board of Directors, however called, noticed, or wherever held, shall be as valid as though had at a meeting duly held after the regular call and notice if a quorum be present and if, either before or after the meeting, each of the Directors not present signs a written waiver of notice, a consent to holding the meeting or an approval of the minutes thereof. Waiver of notices or consents need not specify the purpose of the meeting. All such waivers, consents and approvals shall be filed with the corporate records or made part of the minutes of the meeting. Notice of a meeting shall also be deemed given to any Director who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to such Director. A majority of the authorized number of Directors shall constitute a quorum for the transaction of business, except to adjourn as provided in Section 12 of this Article. Every act or decision done or made by a majority of the Directors present at a meeting duly held at which a quorum was present shall be regarded as the act of the Board of Directors, subject to the provisions of California Corporations Code Sections 310, 311 and 317(e). A meeting at which a quorum is initially present may continue to transact*

*business notwithstanding the withdrawal of Directors, if any action taken is approved by at least a majority of the required quorum for that meeting.*

Section 11. ADJOURNMENT. *A majority of the Directors present, whether or not constituting a quorum, may adjourn any meeting to another time and place.*

Section 12. NOTICE OF ADJOURNMENT. *Notice of the time and place of the holding of an adjourned meeting need not be given, unless the meeting is adjourned for more than twenty-four (24) hours, in which case notice of such time and place shall be given prior to the time of the adjourned meeting to the Directors who were not present at the time of the adjournment.*

Section 13. SOLE DIRECTOR PROVIDED BY ARTICLES OF INCORPORATION. *In the event only one Director is required by the Bylaws or Articles of Incorporation, then any references herein to notices, waivers, consents, meetings, or other actions by the majority or quorum of Directors shall be deemed or referred as such notice, waiver, etc., by such sole Director, who shall have all the rights and duties and shall be entitled to exercise all the powers and shall assume all the responsibilities otherwise herein described given to a Board of Directors.*

Section 14. DIRECTORS ACTING WITHOUT UNANIMOUS CONSENT. *Any action required or permitted to be taken by the Board of Directors may be taken without a meeting with the same force and effect as if taken by unanimous vote of Directors, if authorized by a writing signed individually or collectively by all members of the Board. Such consent shall be filed with the regular minutes of the Board.*

Section 15. FEES AND COMPENSATION OF DIRECTORS. *Directors and members of a Directors' Committee may receive such compensation, if any, for their services, and such reimbursement of expenses, as may be fixed or determined by resolution of the Board of Directors. Nothing herein contained shall be construed to preclude any Director from serving the corporation in any other capacity as an officer, employee, or otherwise, and receiving compensation for such services.*

Section 16. COMMITTEES. *Committees of the Board may be appointed by resolution passed by a majority of the whole Board. Committees shall be composed of two (2) or more members of the Board and shall have such powers of the Board as may be expressly delegated to them by resolution of the Board of Directors. The Board may designate one (1) or more Directors as alternate members of any committee, who may replace any absent member at any meeting of the committee. Committees shall have such powers of the Board of Directors as may be expressly delegated to it by resolution of the Board of Directors except those powers expressly made nondeletable by California Corporations Code Section 311.*

Section 17. MEETINGS AND ACTION OF COMMITTEES. *Meetings and action of committees shall be governed by, and held and taken in accordance with, the provisions of Article I, Sections 6, 8, 9, 10, 11, 12, and 14, with such changes in the context of those Sections as are necessary to substitute the committee and its members for the Board of Directors and its*

*members, except that the time of the regular meetings of committees may be determined by resolution of the Board of Directors as well as the committee, and special meetings of committees may also be called by resolutions of the Board of Directors and notice of special meetings of committees shall also be given to all alternate members, who shall have the right to attend all meetings of the committee. The Board of Directors may adopt rules for the government of any committee not inconsistent with the provisions of these Bylaws.*

**Section 18. ADVISORY DIRECTORS.** *The Board of Directors from time to time may elect one (1) or more persons to be advisory Directors, who shall not by such appointment be members of the Board of Directors. Advisory Directors shall be available from time to time to perform special assignments specified by the President, to attend meetings of the Board of Directors upon invitation and to furnish consultation to the Board. The period during which the title shall be held may be prescribed by the Board of Directors. If no period is prescribed, title shall be held at the pleasure of the Board.*

#### **ARTICLE IV OFFICERS**

**Section 1. OFFICERS.** *The principal officers of the corporation shall be a Chairman of the Board or a President or both, a Secretary and a Chief Financial Officers who may also be called Treasurer. The corporation may also have, at the discretion of the Board of Directors, one or more Vice Presidents, one or more Assistant Secretaries, and such other officers as may be appointed in accordance with the provision of Section 3 of this Article. One person may hold two or more offices.*

**Section 2. ELECTION OF OFFICERS.** *The officers of the Corporation, except for subordinate officers appointed in accordance with the provisions of Section 3 of this Article IV, shall be chosen annually by the Board of Directors, and shall serve at the pleasure of the Board of Directors.*

**Section 3. SUBORDINATE OFFICERS**

*The Board of Directors may empower the President to appoint and remove such officers (other than the principal officers) as the business of the corporation may require, each of whom shall hold office for such period, have such authority and perform such duties as are provided in the Bylaws or as the Board of Directors, or the president, may from time to time determine.*

**Section 4. REMOVAL AND RESIGNATION OF OFFICERS.** *Any officer chosen by the Board of Directors may be removed at any time, with or without cause or notice by the Board of Directors. Subordinate officers appointed by persons other than the Board under Section 3 of this Article IV may be removed at any time with or without cause or notice, by the Board of Directors or by the officer by whom appointed. Officers may be employed for a specified term under a contract or employed if authorized by the Board of Directors; such officers may be removed from office at any time under this section, and shall have no claim against the Corporation or individual officers or Board members because of the removal except any right to monetary compensation to which the officer may be entitled under the contract of employment.*

*Any officer may resign at any time by giving written notice to the Corporation.*

Resignations shall take effect on the date of receipt of the notice, unless a later time is specified in the notice. Unless otherwise specified in the notice, acceptance of the resignation is not necessary to make it effective. Any resignation is without prejudice to the rights, if any, of the Corporation to monetary damages under any contract of employment to which the officer is a party.

Section 5. VACANCIES IN OFFICE. *A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled in the manner prescribed in these Bylaws for regular appointments to such office.*

Section 6. CHAIRMAN OF THE BOARD. *The Chairman of the Board, if such an officer be elected, shall, if present, preside at all meetings of the Board of Directors and exercise and perform such other powers and duties as may from time to time be assigned to him by the Board of Directors or prescribed by the Bylaws. If there is no President, the Chairman of the Board shall in addition be the Chief Executive Officer of the corporation and shall have the powers and duties prescribed in Section 7 of this Article.*

Section 7. PRESIDENT. *Subject to such supervisory powers, if any, as may be given by the Board of Directors to the Chairman of the Board, if there be such an officer, the President shall be the Chief Executive Officer of the corporation and shall, subject to the control of the Board of Directors, have general supervision, direction and control of the business and the officers of the corporation. He or she shall preside at all the meeting of the Shareholders and, in the absence of the Chairman of the Board, or if there be none, at all meetings of Shareholders and, in the absence of the Chairman of the Board, or if there be none, at all meetings of the Board of Directors. He or she shall have the general powers and duties of management usually vested in the office of President of a corporation, shall be ex officio a member of all the standing committees, including the executive committee, if any, and shall have such other powers and duties as may be described by the Board of Directors or the Bylaws.*

Section 8. VICE PRESIDENTS. *In the absence or disability of the President, the Vice Presidents, if any, in order of their rank as fixed by the Board of Directors, shall perform all the duties of the President, and so acting shall have all the powers of, and be subject to the restrictions upon, the President. The Vice Presidents shall have such other powers and perform such other duties as from time to time may be prescribed for them respectively by the Board of Directors or the Bylaws, the President, or the Chairman of the Board.*

Section 9. SECRETARY. *The Secretary shall keep or cause to be kept at the principal executive office or such other place as the Board of Directors may order, a book of minutes of all meetings of Directors, Committees of Directors, and Shareholders, with the time and place of holding, whether regular or special, and, if special, how authorized, the notice thereof given, the names of those present at Directors and Committee meetings, the number of shares present or represented at Shareholders meetings, and the proceedings thereof.*

*The Secretary shall keep or cause to be kept at the principal office or at the office of the corporation's transfer agent, a share register, or duplicate share register, showing the names of the shareholders and their addresses; the number of classes of shares held by each; the number and date of certificates issued for the same; and the number and date of cancellation of every*



*certificate surrendered for cancellation.*

*The Secretary shall give or cause to be given notice of all meetings of the Shareholders and of the Board of Directors required by the Bylaws or by law to be given, shall keep the seal of the corporation in safe custody, and shall have such other powers and perform such other duties as may be prescribed by the Board of Directors or by the Bylaws.*

Section 10. CHIEF FINANCIAL OFFICER. *The Chief Financial Officer shall keep and maintain, or cause to be kept and maintained, adequate and correct books and records of accounts of the properties and business transactions of the corporation, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, retained earnings and shares. The books of account shall at all reasonable times be open to inspection by any Director.*

*The Chief Financial Officer shall deposit all moneys and other valuables in the name and to the credit of the corporation with such depositories as may be designated by the Board of Directors. He or she shall disburse the funds of the corporation as may be ordered by the Board of Directors, shall render to the President and Directors, whenever they request it, an account of all of his transactions as Chief Financial Officer and of the financial condition of the corporation, and shall have other powers and perform such other duties as may be prescribed by the Board of Directors or the Bylaws.*

## ARTICLE V

### INDEMNIFICATION OF DIRECTORS, OFFICERS, EMPLOYEES AND AGENTS

*The corporation may at its option, to the maximum extent permitted by the California General Corporation Law and by the articles, indemnify each of its agents against expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred in connection with any proceeding arising by reason of the fact that such person is or was an agent of the corporation. For the purposes of this Section, an "agent" of the corporation includes a person who is or was a Director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, or was a Director, officer, employee or agent of a corporation which was a predecessor corporation of the corporation or of any other enterprise at the request of such predecessor corporation.*

## ARTICLE VI

### CORPORATE RECORDS AND REPORTS; INSPECTION

#### Section 1. RECORDS

*The corporation shall maintain, in accordance with generally accepted accounting principles, adequate and correct accounts, books and records of its business and properties. If the corporation has fewer than one hundred (100) Shareholders, the financial statements need not be prepared according to generally accepted accounting principles so long as the financial statement reasonably sets forth the assets and liabilities, income and expenses of the corporation, and discloses the accounting basis used. All of such books, records and accounts shall be kept at the corporation's principal executive office in the State of California, as fixed by the Board of Directors, from time to time, or shall be kept at such place or such places as designated by the Board of Directors. The minutes shall be kept in written form and accounting books and records shall be kept in either written form or in any other form capable of being*

converted into written form. Such minutes and accounting books and records shall be open to inspection upon the written demand of any shareholder or holder of a voting trust certificate, at any reasonable time during usual business hours, for a purpose reasonably related to such holder's interest as a Shareholder or as the holder of a voting trust certificate. Such inspection may be made in person or by an agent or attorney, and shall include the right to copy and make extracts. The foregoing rights of inspection shall extend to the records of each subsidiary corporation.

Section 2. MAINTENANCE AND INSPECTION OF SHARE REGISTER. The Corporation shall keep at its principal executive office, or at the office of its transfer agent or registrar, if either be appointed and as determined by resolution of the Board of Directors, a record of its Shareholders and the number and class of shares held by each Shareholder. A Shareholder or Shareholders of the corporation holding at least five percent (5%) in the aggregate of outstanding voting shares of the corporation may (i) inspect, and copy the records of Shareholders names and addresses and shareholding during usual business hours upon five (5) days prior written demand upon the corporation, and/or (ii) obtain from the transfer agent of such transfer agent's usual charges for such a list, a list of the Shareholders names and addresses who are entitled to vote for the election of Directors, and their shareholdings, as of the most recent record date for which such list has been compiled or as of a date specified by the Shareholders subsequent to the day of demand. Such list shall be made available by the transfer agent on or before the later of five (5) days after the demand is received or the date specified therein as the date as of which the list is to be compiled. The record of Shareholders shall also be open to inspection upon the written demand of any Shareholder or holder of a voting trust certificate, at any time during usual business hours, for a purpose reasonably related to such holder's interest as a Shareholder or as a holder of a voting trust certificate. Any inspection and copying under this Section may be made in person or by an agent or attorney of such Shareholder or holder of a voting trust certificate making such demand.

Section 3. MAINTENANCE AND INSPECTION OF BYLAWS. The corporation shall keep at its principal executive office, or if its principal executive office is not in this state, at its principal business office in this state, the original or a copy of the Bylaws amended to date, which shall be open to inspection by the Shareholders at all reasonable times during office hours. If the principal executive office of the corporation is outside the state and the corporation has no principal business office in this state, the Secretary shall, upon written request of any Shareholder, furnish to such Shareholder a copy of the Bylaws as amended to date.

Section 4. ANNUAL REPORT TO SHAREHOLDERS. Provided this corporation has one hundred (100) Shareholders or less, the Annual Report to Shareholders referred to in Section 1501 of the General Corporation Law is expressly dispensed with, but nothing herein shall be interpreted as prohibiting the Board of Directors from issuing annual or other periodic reports to Shareholders of the corporation as they deem appropriate. Should this corporation have one hundred (100) or more Shareholders, an Annual Report must be furnished not later than one hundred twenty (120) days after the end of each fiscal period.

Section 5. FINANCIAL STATEMENTS. A copy of any annual financial statement and any income statement of the corporation for each quarterly period of each fiscal year, and any

accompanying balance sheet of the corporation as of the end of each such period, that has been prepared by the corporation shall be kept on file at the principal executive office of the corporation for twelve (12) months from the date of its execution, and each such statement shall be exhibited at all reasonable times to any Shareholder demanding an examination of such statement or a copy shall be made to any such Shareholder.

If a Shareholder or Shareholders holding at least five percent (5%) of the outstanding shares of any class of stock of the corporation make a written request to the corporation for an income statement of the corporation for the three (3) month, six (6) month, or nine (9) month period of the then current fiscal year ended more than thirty (30) days prior to the date of the request, and a balance sheet of the corporation at the end of such period, the Chief Financial Officer shall cause such statement to be prepared, if not already prepared, and shall deliver personally or mail such statement or statements to the person making the request within thirty (30) days after the receipt of such request. If the corporation has not sent to the Shareholders its Annual Report for the last fiscal year, this report shall likewise be delivered or mailed to such Shareholder or Shareholders within thirty (30) days after such request.

The corporation also shall, upon the written request of any Shareholder, mail to the Shareholder a copy of the last annual, semi-annual or quarterly income statement which it has prepared and a balance sheet as of the end of such period. This quarterly income statement and balance sheets referred to in this Section shall be accompanied by the report thereon, if any, of any independent accountants engaged in the corporation or the certificate of authorized officer of the corporation that such financial statements were prepared without audit from the books and records of the corporation.

Section 6. ANNUAL STATEMENT OF GENERAL INFORMATION. The corporation shall, in a timely manner, in each year, file with the Secretary of State of California, on the prescribed form, a statement setting forth the authorized number of Directors, the names and complete business or residence addresses of all incumbent Directors, the names and complete business or residence addresses of the Chief Executive Officer, Secretary, and Chief Financial Officer, the street address of its principal executive office or principal business office in this state and the general type of business constituting the principal business activity of the corporation, together with a designation of the agent of the corporation for the purpose of the service of process, all in compliance with California Corporations Code Section 1502.

## ARTICLE VII GENERAL CORPORATE MATTERS

Section 1 CHECKS, DRAFTS, AND EVIDENCE OF INDEBTEDNESS. All checks, drafts or other orders for payment of money, notes or other evidences of indebtedness, issued in the name of or payable to the corporation, shall be signed or endorsed by such person or persons and in such manner as, from time to time, shall be determined by the President, or by resolution of the Board of Directors.

Section 2. CORPORATE CONTRACTS and INSTRUMENTS, HOW EXECUTED. The Board of Directors, except as in the Bylaws otherwise provide, may authorize any officer or officers, agent or agents, to enter into any contract or execute any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific

*instances; and, unless so authorized or ratified by the Board of Directors or within the agency power of any officer, no officer, agent or employee shall have any power or authority to bind the corporation by any contract or engagement or to pledge its credit or to render it liable for any purpose or to any amount.*

**Section 3. REPRESENTATION OF SHARES OF OTHER CORPORATION.** *The Chairman of the Board, the President, or any Vice President, or any other person authorized by resolution of the Board of Directors by any of the foregoing designated officers, is authorized to vote on behalf of the corporation any and all shares of any other corporation or corporations, foreign or domestic, standing in the name of the corporation. The authority herein granted to said officers to vote or represent on behalf of the corporation any and all shares held by the corporation in any other corporation or corporations may be exercised by any such officer in person or by any person authorized to do so by proxy duly elected by said officer.*

**Section 4. CONSTRUCTION AND DEFINITION.** *Unless the context requires otherwise, the general provisions, rules of construction, and the definitions of the California General Corporation Laws shall govern the construction of these Bylaws. Without limiting the generality of the foregoing, the singular number includes the plural, the plural number includes the singular, and the term "person" includes both a corporation and a natural person.*

## **ARTICLE VIII AMENDMENTS TO BYLAWS**

**Section 1. AMENDMENT BY SHAREHOLDERS.** *New Bylaws may be adopted or these Bylaws may be amended or repealed by the vote or written consent of holders of a majority of the outstanding shares entitled to vote; provided, however, that if the Articles of Incorporation of the corporation set forth the number of authorized Directors of the corporation, the authorized number of Directors may be changed only by an amendment of the Articles of Incorporation.*

**Section 2. AMENDMENT BY DIRECTORS.** *Subject to the rights of the Shareholders as provided in Section 1 of this Article, to adopt, amend, or repeal Bylaws, and the limitation of California Corporations Code Section 204(a)(5) and 212, Bylaws may be adopted, amended, or repealed by the Board of Directors.*

## **ARTICLE IX MISCELLANEOUS**

**Section 1. REFERENCES TO CODE SECTIONS.** *Section designations of three (3) digits or more references herein refer to the General Corporation Law of California as effective January 1, 1977.*

**Section 2. EFFECT OF SHAREHOLDERS AGREEMENT.** *Any Shareholders agreement authorized by Section 300(b), shall only be effective to modify the terms of these Bylaws if this corporation elects to become a close corporation with appropriate filing of or amendment to its Articles as required by California Corporations Code Section 202 and shall terminate when this*

corporation ceases to be a close corporation. Such an agreement cannot waive or alter Sections 158, (defining close corporations), 202 (requirements of Articles of Incorporation), 500 and 501 (relative to distribution), 111 (merger), 1201(e) (reorganization) or Chapter 15 (records and reports), Chapter 16 (rights of inspection), Chapter 18 (involuntary dissolution), or Chapter 22 (crimes and penalties). Any other provisions of the Code or these Bylaws may be altered or waived thereby, but to the extent they are not so altered or waived these Bylaws shall be applicable.

**Section 3. SUBSIDIARY CORPORATIONS.** Shares of this corporation owned by a subsidiary shall not be entitled to vote on any matter. A subsidiary for these purposes is defined in California Corporations Code Section 189(a) and (b).

**Section 4. OFFICES.** The Board of Directors shall fix the location of the principal executive office of the corporation at any place within or outside the State of California. If the principal executive office is located outside this state, and the corporation has one or more business offices in this state, the board of directors shall likewise fix and designate a principal business office in the State of California.

The Board of Directors may at any time establish branch or subordinate offices at any place or places where the corporation is qualified to do business.

**CERTIFICATE**

I, Wendell L. Mabe, hereby certify that:

I am the Secretary of PROGRESSIVE PROPERTIES & INVESTMENTS, INC. a California corporation; and

The foregoing Bylaws, consisting of 16 pages, are a true and correct copy of the Bylaws of the corporation as duly adopted by approval of the Board of Directors of the corporation at a regular meeting duly held on 9-16, 2003 at the corporation's principal executive office in Orange County.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the corporation this 9-20 day of 03

/s/ Wendell L. Mabe  
(Secretary)

**CLAIM FOR EXCESS PROCEEDS FROM THE SALE OF TAX-DEFAULTED PROPERTY**  
(SEE REVERSE SIDE FOR FURTHER INSTRUCTIONS)

RECEIVED

2014 MAY -8 PM 2:50

RIVERSIDE COUNTY  
TREAS-TAX COLLECTOR

To: Don Kent, Treasurer-Tax Collector

Re: Claim for Excess Proceeds

TC 197 Item 92 Assessment No.: 367050068-7

Assessee: TERRA NOVA CAPITAL INC & CALVINIA

Situs:

Date Sold: August 20, 2013

Date Deed to Purchaser Recorded: October 2, 2013

Final Date to Submit Claim: October 2, 2014

I/We, pursuant to Revenue and Taxation Code Section 4675, hereby claim excess proceeds in the amount of \$120,238.00 from the sale of the above mentioned real property. I/We were the  lienholder(s),  property owner(s) [check in one box] at the time of the sale of the property as is evidenced by Riverside County Recorder's Document No. 2012-0011769; recorded on 12-29-2011. A copy of this document is attached hereto. I/We are the rightful claimants by virtue of the attached assignment of interest. I/We have listed below and attached hereto each item of documentation supporting the claim submitted.

NOTE: YOUR CLAIM WILL NOT BE CONSIDERED UNLESS THE DOCUMENTATION IS ATTACHED.

- 1) GRANT DEED IN FAVOR OF CALVINIA LLC
- 2) OPERATING AGREEMENT FOR CALVINIA LLC

If the property is held in Joint Tenancy, the taxsale process has severed this Joint Tenancy, and all Joint Tenants will have to sign the claim unless the claimant submits proof that he or she is entitled to the full amount of the claim, the claimant may only receive his or her respective portion of the claim.

I/We affirm under penalty of perjury that the foregoing is true and correct.

Executed this 1<sup>st</sup> day of MAY, 2014 at LOS ANGELES, CALIFORNIA  
County, State

CALVINIA LLC  
Signature of Claimant [Signature]

Signature of Claimant \_\_\_\_\_

S. BRESKAL  
Print Name

Print Name \_\_\_\_\_

771 N. KENTER AVE.  
Street Address

Street Address \_\_\_\_\_

LOS ANGELES, CA 90049  
City, State, Zip

City, State, Zip \_\_\_\_\_

310-472-7785  
Phone Number

Phone Number \_\_\_\_\_

DOC # 2012-0011769  
01/10/2012 03:53P Fee:28.00  
Page 1 of 2

Recorded in Official Records  
County of Riverside  
Larry W. Ward  
Assessor, County Clerk & Recorder



RECORDING REQUESTED BY and  
WHEN RECORDED, MAIL THIS DEED AND  
TAX STATEMENTS TO:

Glaser Weil Fink Jacobs Howard Avchen &  
Shapiro LLP  
10250 Constellation Boulevard  
19th Floor  
Los Angeles, California 900235  
ATTN: Saul Breskal

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DTT					T:	CTY	UNI	810	

SPACE ABOVE THIS LINE RESERVED FOR RECORDER'S USE

GRANT DEED

APN: 367-050-068-7

31



The undersigned Grantor declares that the documentary transfer tax is \$0.00. This is a bonafide gift and the grantor received nothing in return, CAL. REV. & TAX. CODE § 11911.

FOR GOOD AND VALUABLE CONSIDERATION, the receipt of which is hereby acknowledged, TERRA NOVA CAPITAL, INC., a California corporation ("Grantor") hereby grants to CALVINIA LLC, a California limited liability company, an undivided forty percent (40%) interest as tenant-in-common in that certain real property situated in the County of Riverside, State of California, and more particularly described as follows:

THAT PORTION OF THE SOUTHEAST 1/4 OF THE NORTHWEST 1/4 OF SECTION 27, TOWNSHIP 6 SOUTH, RANGE 4 WEST, SAN BERNARDINO MERIDIAN, IN RIVERSIDE COUNTY, CALIFORNIA, DESCRIBED AS FOLLOWS:

THAT PORTION OF SAID LOT 102 REMAINING AFTER SAID CONVEYANCE IS DESCRIBED AS FOLLOWS:

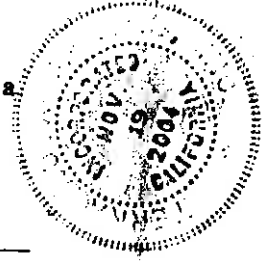
BEGINNING AT THE NORTHEAST CORNER OF SAID LOT 102; THENCE ALONG THE EASTERLY LINE OF SAID LOT, SOUTH 01°10'51" WEST, 640.92 FEET TO THE SOUTHEAST CORNER OF SAID LOT; THENCE ALONG THE SOUTHERLY LINE OF SAID LOT, NORTH 89°21'59" WEST, 415.28 FEET TO THE EASTERLY R/W LINE OF MISSION TRAIL; THENCE NORTHERLY ALONG SAID R/W LINE THE FOLLOWING FOUR (4) COURSES AND DISTANCES: 1) NORTH 01°53'39" WEST, 421.26 FEET, 2) NORTH 89°22'25" WEST, 5.00 FEET, 3) NORTH 01°53'39" WEST, 183.95 FEET, 4) NORTH 42°05'20" EAST, 48.34 FEET TO THE SOUTHERLY R/W LINE OF CANYON DRIVE; THENCE ALONG SAID SOUTHERLY R/W LINE, SOUTH 89°22'25" EAST, 421.10 FEET TO THE POINT OF BEGINNING.

NOTE: THE ABOVE LEGAL DESCRIPTION IS PURSUANT TO CERTIFICATE OF PARCEL MERGER NO. 01385 APPROVED BY THE RIVERSIDE COUNTY PLANNING

DEPT. RECORDED AUGUST 21, 2003 AS INSTRUMENT NO. 641841 OF OFFICIAL RECORDS.

Dated: 12/29/11

TERRA NOVA CAPITAL, INC., a  
California corporation



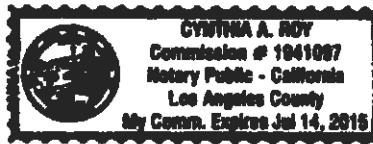
By: [Signature]  
Name: YAACOV LIMON  
Title: PRESIDENT

STATE OF CALIFORNIA }  
✓ COUNTY OF Los Angeles } ss.

On Dec 29, 2011 before me, Cynthia A. Roy, a  
Notary Public, personally appeared YAACOV LIMON, who proved to me on the basis  
of satisfactory evidence to be the person whose name is subscribed to the within instrument and  
acknowledged to me that he executed the same in his authorized capacity, and that by his  
signature on the instrument the person, or the entity upon behalf of which the person acted,  
executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the  
foregoing paragraph is true and correct.

WITNESS my hand and official seal.



SEAL

Signature [Signature]  
Notary in and for the State of California

747399.1



2012-0011769  
01/10/2012 03:53P  
2 of 2



**OPERATING AGREEMENT  
FOR  
CALVINIA, LLC,  
A CALIFORNIA LIMITED LIABILITY COMPANY**

This Operating Agreement (this "**Agreement**"), is made as of December 19, 2011, by Geoffrey Breskal and Abira Breskal, Trustees of the Breskal 2000 Revocable Trust (the "**Member**") as the sole member of the Company (defined below) in order to specify the business and operation of the Company, with reference to the following facts:

- A. The Member has caused to be filed with the California Secretary of State Articles of Organization (the "**Articles**") Calvinia, LLC (the "**Company**"), a limited liability company under the laws of the State of California.
- B. The Member desires to adopt and approve an operating agreement for the Company under the Beverly-Killea Limited Liability Company Act (the "**Act**") to memorialize the terms of operation of the Company.

NOW, THEREFORE, the Member hereby agrees as follows:

**ARTICLE I  
ORGANIZATIONAL MATTERS**

- 1.1 **Name.** The name of the Company shall be "Calvinia, LLC".
- 1.2 **Term.** The term of the Company commenced as of the date of the filing of the Articles and shall continue until terminated by the provisions of this Agreement or otherwise dissolved pursuant to the laws of the State of California.
- 1.3 **Office and Agent.** The Company shall continuously maintain an office and registered agent in the State of California as required by the Act. The principal office of the Company shall be at 771 North Kenter Avenue, Los Angeles, California 90049 or such other or additional location as the Member may determine. The registered agent shall be as stated in the Articles or as otherwise determined by the Member.
- 1.4 **Business of the Company.** The Company shall be formed for the purpose of engaging in the business of owning, operating and maintaining that certain property located in the city of Lake Elsinore, County of Riverside and identified by Assessor Parcel Number 367050068-7, and such other activities directly related to the foregoing business as may be necessary or advisable in the reasonable opinion of the Member to further such business.

**ARTICLE II  
MANAGEMENT AND CONTROL OF THE COMPANY**

- 2.1 **Management and Powers.** The Member shall have exclusive and complete authority and discretion to manage the operations and affairs of the Company and to make all decisions regarding the business of the Company. Any action taken by the Member shall constitute the act of and serve to bind the Company. Persons dealing with the Company are entitled to rely conclusively on the power and authority

of the Member as set forth in this Agreement. The Member shall have all rights and powers of a manager under the Act, and shall have such authority, rights and powers in the management of the Company to do any and all other acts and things necessary, proper, convenient or advisable to effectuate the purposes of this Agreement.

2.2 Officers. The Company may have a President who may, but need not, be the Member. The Member may provide for additional officers of the Company and may alter the powers, duties, and compensation of the President and of all other officers.

2.3 Assets of the Company. All assets of the Company, whether real or personal, shall be held in the name of the Company.

### ARTICLE III LIABILITY OF MEMBER; INDEMNIFICATION

3.1 Liability of Member. To the fullest extent permitted under the Act, the Member, whether acting as the Member, in its capacity as the manager of the Company, or in any other capacity, shall not be liable for any debts, obligations or liabilities of the Company or each other, whether arising in tort, contract or otherwise, solely by reason of being a Member.

3.2 Indemnification. To the fullest extent permitted under the Act, the Member (irrespective of the capacity in which it acts) shall be entitled to indemnification and advancement of expenses from the Company for and against any loss, damage, claim or expense (including attorneys' fees) whatsoever incurred by the Member relating to or arising out of any act or omission or alleged acts or omissions (whether or not constituting negligence or gross negligence) performed or omitted by the Member on behalf of the Company; provided, however, that any indemnity under this Section 6(b) shall be provided out of and to the extent of Company assets only, and neither the Member nor any other person shall have any personal liability on account thereof.

### ARTICLE IV CAPITAL CONTRIBUTIONS

4.1 Initial Capital Contributions. The Member hereby agrees to contribute to the Company such cash, property or services as determined by the Member.

### ARTICLE V TAX STATUS & DEDUCTIONS

5.1 Tax Status. As long as the Company has only one member, it is the intention of the Company and the Member that the Company be treated as a disregarded entity for federal and all relevant state tax purposes and neither the Company nor the Member shall take any action or make any election which is inconsistent with such tax treatment. All provisions of this Agreement are to be construed so as to preserve the Company's tax status as a disregarded entity.

5.2 Income and Deductions. All items of income, gain, loss, deduction and credit of the Company (including, without limitation, items not subject to federal or state income tax) shall be treated for federal and all relevant state income tax purposes as items of income, gain, loss, deduction and credit of the Member.

**ARTICLE VI  
DISSOLUTION AND WINDING UP**

6.1 Dissolution. The Company shall be dissolved on the first to occur of the following events: (i) the decision of the Member to dissolve the Company; (ii) the sale or other disposition of substantially all of the Company's assets; and/or (iii) entry of a decree of judicial dissolution pursuant to California Corporations Code section 27351.

6.2 Winding Up. On the dissolution of the Company, the Company shall engage in no further business other than that necessary to wind up the business and affairs of the Company. The Member shall wind up the affairs of the Company and give written notice of the commencement of winding up by mail to all known creditors and claimants against the Company whose addresses appear in the records of the Company. After paying or adequately providing for the payment of all known debts of the Company (except debts owing to the Member), the remaining assets of the Company shall be distributed or applied in the following order or priority: (i) to pay the expenses of liquidation, and (ii) to the Member.

6.3 Certificates. The Company shall file with the California Secretary of State a Certificate of Dissolution upon the dissolution of the Company and a Certificate of Cancellation upon the completion of the winding up of the Company's affairs.

**ARTICLE VII  
MISCELLANEOUS**

7.1 Complete Agreement. This Agreement constitutes the whole and entire agreement with respect to the subject matter of this Agreement.

7.2 Binding Effect. This Agreement will be binding upon and inure to the benefit of the Member, and his respective successors, heirs, and assigns.

7.3 Severability. If any provision of this Agreement or the application of such provision to any person or circumstance shall be held invalid, the remainder of this Agreement or the application of such provision to persons or circumstances other than those to which it is held invalid shall not be affected thereby.

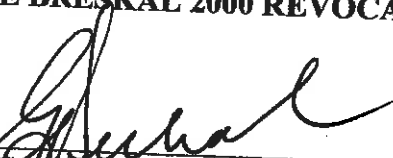
7.4 Amendments. All amendments to this Agreement shall be in writing and signed by the Member.


7.5 Multiple Counterparts. This Agreement may be executed in two or more counterparts, each of which shall be deemed an original, but all of which shall constitute one and the same instrument.

7.6 Headings. The article, section, and paragraph titles and headings contained in this Agreement are inserted as a matter of convenience and for ease of reference only and shall be disregarded for all other purposes, including the construction or enforcement of this Agreement or any of its provisions.

IN WITNESS WHEREOF, the sole Member of Calvinia, LLC has executed this Agreement as of the day and year first above written.

**THE BRESKAL 2000 REVOCABLE TRUST,**

By:   
\_\_\_\_\_  
Geoffrey Breskal, co-trustee

By:   
\_\_\_\_\_  
Abira Breskal, co-trustee



Secretary of State

Administration Elections **Business Programs** Political Reform Archives Registries

**Business Entities (BE)**

Online Services

- E-File Statements of Information for Corporations
- Business Search
- Processing Times
- Disclosure Search

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Service Options

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Statements of Information  
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Contact Information

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- Tax Information
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- Misleading Business Solicitations

**Business Entity Detail**

Data is updated to the California Business Search on Wednesday and Saturday mornings. Results reflect work processed through Friday, October 03, 2014. Please refer to **Processing Times** for the received dates of filings currently being processed. The data provided is not a complete or certified record of an entity.

<b>Entity Name:</b>	CALVINIA LLC
<b>Entity Number:</b>	201135310300
<b>Date Filed:</b>	12/19/2011
<b>Status:</b>	ACTIVE
<b>Jurisdiction:</b>	CALIFORNIA
<b>Entity Address:</b>	10250 CONSTELLATION BLVD 19TH FL
<b>Entity City, State, Zip:</b>	LOS ANGELES CA 90067
<b>Agent for Service of Process:</b>	SAUL BRESKAL
<b>Agent Address:</b>	10250 CONSTELLATION BLVD 19TH FL
<b>Agent City, State, Zip:</b>	LOS ANGELES CA 90067

\* Indicates the information is not contained in the California Secretary of State's database.

\* **Note:** If the agent for service of process is a corporation, the address of the agent may be requested by ordering a status report.

- For information on checking or reserving a name, refer to **Name Availability**.
- For information on ordering certificates, copies of documents and/or status reports or to request a more extensive search, refer to **Information Requests**.
- For help with searching an entity name, refer to **Search Tips**.
- For descriptions of the various fields and status types, refer to **Field Descriptions and Status Definitions**.

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CLAIM FOR EXCESS PROCEEDS FROM THE SALE OF TAX-DEFAULTED PROPERTY  
(SEE REVERSE SIDE FOR FURTHER INSTRUCTIONS)

To: Don Kent, Treasurer-Tax Collector

Re: Claim for Excess Proceeds

TC 197 Item 92 Assessment No.: 367050068-7

Assessee: TERRA NOVA CAPITAL INC & CALVINIA

Situs:

Date Sold: August 20, 2013

Date Deed to Purchaser Recorded: October 2, 2013

Final Date to Submit Claim: October 2, 2014

TREASURER-TAX COLLECTOR

JAN 18 2014

RECEIVED

I/We, pursuant to Revenue and Taxation Code Section 4675, hereby claim excess proceeds in the amount of \$301,000.00 from the sale of the above mentioned real property. I/We were the  lienholder(s),  property owner(s) [check in one box] at the time of the sale of the property as is evidenced by Riverside County Recorder's Document No. \_\_\_\_\_; recorded on \_\_\_\_\_. A copy of this document is attached here to. I/We are the rightful claimants by virtue of the attached assignment of interest. I/We have listed below and attached hereto each item of documentation supporting the claim submitted.

NOTE: YOUR CLAIM WILL NOT BE CONSIDERED UNLESS THE DOCUMENTATION IS ATTACHED.

CERTIFICATE OF GOOD STANDING

If the property is held in Joint Tenancy, the taxsale process has severed this Joint Tenancy, and all Joint Tenants will have to sign the claim unless the claimant submits proof that he or she is entitled to the full amount of the claim, the claimant may only receive his or her respective portion of the claim.

I/We affirm under penalty of perjury that the foregoing is true and correct.

Executed this 16 day of JANUARY, 2014 at RIVERSIDE, CALIF  
County, State

Robert E. Hardwick  
Signature of Claimant

\_\_\_\_\_  
Signature of Claimant

ROBERT E. HARDWICK  
Print Name

\_\_\_\_\_  
Print Name

2915 RED HILL AVE # B201A  
Street Address

\_\_\_\_\_  
Street Address

COSTA MESA, CA 92626  
City, State, Zip

\_\_\_\_\_  
City, State, Zip

714.751-1114  
Phone Number

\_\_\_\_\_  
Phone Number

DOC # 2003-603164

08/08/2003 08:00A Fee:10.00

Page 1 of 2

Recorded in Official Records

County of Riverside

Gary L. Drue

Assessor, County Clerk & Recorder

RECORDING REQUESTED BY

AND WHEN RECORDED MAIL TO:  
NATIONAL REALTY HOMES INC.  
2915 REDHILL AVENUE SUITE B-201 A  
COSTA MESA, CA 92626



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A.P.N.: 367-050-062, 367-050-063 TRA #: 065-000cc

### CORPORATION GRANT DEED



THE UNDERSIGNED GRANTOR(S) DECLARE(S) THAT DOCUMENTARY TRANSFER TAX IS: COUNTY SD  
 computed on full value of property conveyed, or  
 computed on full value less value of liens or encumbrances remaining at time of sale,  
 unincorporated area;  City of LAKE ELSINORE, and

FOR A VALUABLE CONSIDERATION, receipt of which is hereby acknowledged,  
INVESTMENT MANAGEMENT M & L INC., A CALIFORNIA CORPORATION  
organized under the laws of the State of

hereby GRANT(S) to INVESTMENT MANAGEMENT M & L INC., A CALIFORNIA CORPORATION AS TO AN  
UNDIVIDED 40% INTEREST AND NATIONAL REALTY INVESTMENTS INC., DBA NATIONAL REALTY  
HOMES AS TO AN UNDIVIDED 44.5% INTEREST AND PHILIP P. QUEZADA, AN UNMARRIED MAN AS TO  
AN UNDIVIDED 15.5% INTEREST, AS TENANTS IN COMMON.

the following described property in the City of LAKE ELSINORE, County of Riverside State of California;

**PARCEL 1:**

LOT 102 OF SEDCO TRACT NO. 1, AS SHOWN BY MAP ON FILE IN BOOK 10, PAGES 58 TO 75 INCLUSIVE  
OF MAPS, RECORDS OF RIVERSIDE COUNTY, CALIFORNIA. EXCEPTING THE NORTHERLY 220 FEET  
THEREOF.

ALSO EXCEPTING THEREFROM ALL OF THE UNDERGROUND WATERS, SAVE ONLY THE RIGHT OF  
THE OWNER OR OWNERS OF THE WHOLE OR ANY PART OF SAID PROPERTY TO SINK WELLS AND  
DEVELOP AND USE ALL WATER NECESSARY TO BE USED ON SAID LAND BY HIM OR THEM; IN THE  
COUNTY OF RIVERSIDE, STATE OF CALIFORNIA.

EXCEPTING THEREFROM THAT PORTION AS CONVEYED TO THE COUNTY OF RIVERSIDE BY GRANT  
DEED RECORDED JUNE 23, 1993, AS INSTRUMENT NO. 240080 OFFICIAL RECORDS OF SAID COUNTY.

**PARCEL 2:**

THE NORTHERLY 220 FEET OF LOT 102 SEDCO TRACT NO. 1 AS SHOWN BY MAP ON FILE IN BOOK 10  
PAGES 58 TO 75 INCLUSIVE OF MAPS, RECORDS OF RIVERSIDE COUNTY CALIFORNIA.

EXCEPTING THEREFROM THAT PORTION AS CONVEYED TO THE COUNTY OF RIVERSIDE BY GRANT  
DEED RECORDED JUNE 23, 1993, AS INSTRUMENT NO. 240080 OFFICIAL RECORDS OF SAID COUNTY.

CORPORATION GRANT DEED CONTINUED ON NEXT PAGE

Mail Tax Statements to: SAME AS ABOVE or Address Noted Below

A.P.N.: 367-050-062, 367-050-063

CORPORATION GRANT DEED - CONTINUED

Abel Perez  
INVESTMENT MANAGEMENT M & L INC.,  
A CALIFORNIA CORPORATION  
BY ABEL PEREZ, PRESIDENT

Document Date: May 22, 2003

STATE OF CALIFORNIA )  
COUNTY OF LOS ANGELES )

On MAY 22nd 2003 before me, FIDEL SALAZAR, Notary Public  
personally appeared ABEL PEREZ

personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies) and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature Fidel Salazar

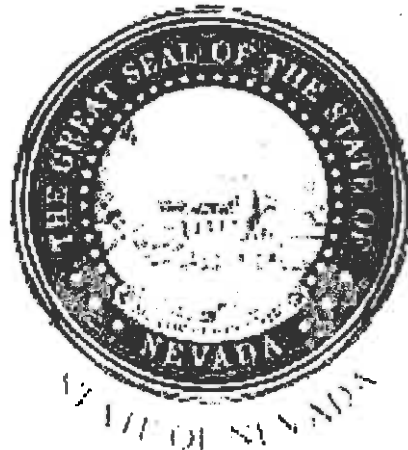
This area for official notarial seal.



2003-603164  
08/08/2003 08:00A  
2 of 2



# SECRETARY OF STATE



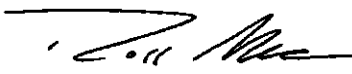
## CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, ROSS MILLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **NATIONAL REALTY INVESTMENTS, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since October 26, 1995, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on October 29, 2013.



  
ROSS MILLER  
Secretary of State

Electronic Certificate  
Certificate Number: C20131029-2226  
You may verify this electronic certificate  
online at <http://www.nvsos.gov/>

## NATIONAL REALTY INVESTMENTS, INC.

<b>Type:</b>	NRS78 Domestic Corporation		
<b>Status:</b>	Active		
<b>File #:</b>	C18617-1995		
<b>Registered Agent:</b>	NIKOLAS L. MASTRANGELO 811 S. SIXTH ST LAS VEGAS NV 89101		
<b>Officer:</b>	<b>Title</b>	<b>Name</b>	<b>Address</b>
	PRESIDENT	RE HARDWICK	811 SOUTH SIXTH STREET LAS VEGAS NV 89101 USA
	SECRETARY	RE HARDWICK	811 SOUTH SIXTH STREET LAS VEGAS NV 89101 USA
	TREASURER	RE HARDWICK	811 SOUTH SIXTH STREET LAS VEGAS NV 89101 USA
	DIRECTOR	RE HARDWICK	811 SOUTH SIXTH STREET LAS VEGAS NV 89101 USA

Online processing is not available for any initial or annual list filing claiming a statutory exemption from the state busir submit the initial or annual list paperwork and a notarized Declaration of Eligibility for State Business License Secretary of State's office. For forms, click [here \(http://nvsos.gov/index.aspx?page=129\)](http://nvsos.gov/index.aspx?page=129)

[File Amended List](#)

[New Search](#)

**(PROFIT) ANNUAL LIST OF OFFICERS, DIRECTORS AND REGISTERED AGENT AND STATE BUSINESS LICENSE APPLICATION OF:**

NATIONAL REALTY INVESTMENTS, INC.  
NAME OF CORPORATION

FILE NUMBER  
C18617-1995

FOR THE FILING PERIOD OF October 2013 TO October 2014



**\*\*YOU MAY FILE THIS FORM ONLINE AT [www.nvsos.gov](http://www.nvsos.gov)\*\***

The entity's duly appointed registered agent in the State of Nevada upon whom process can be served is:

\*110105\*

NIKOLAS L. MASTRANGELO, ESQ.  
811 S. 6TH STREET  
LAS VEGAS, NV 89101

A FORM TO CHANGE REGISTERED AGENT INFORMATION IS FOUND AT: [www.nvsos.gov](http://www.nvsos.gov)

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

Return one file stamped copy. (If filing not accompanied by order instructions, file stamped copy will be sent to registered agent.)

**IMPORTANT:** Read instructions before completing and returning this form.

1. Print or type names and addresses, either residence or business, for all officers and directors. A President, Secretary, Treasurer, or equivalent of and all Directors must be named. There must be at least one director. An Officer must sign the form. **FORM WILL BE RETURNED IF UNSIGNED.**
2. If there are additional officers, attach a list of them to this form.
3. Return the completed form with the filing fee. Annual list fee is based upon the current total authorized stock as explained in the Annual List Fee Schedule For Profit Corporations. A \$75.00 penalty must be added for failure to file this form by the deadline. An annual list received more than 90 days before its due date shall be deemed an amended list for the previous year.
4. State business license fee is \$200.00. Effective 2/1/2010, \$100.00 must be added for failure to file form by deadline.
5. Make your check payable to the Secretary of State.
6. **Ordering Copies:** If requested above, one file stamped copy will be returned at no additional charge. To receive a certified copy, enclose an additional \$30.00 per certification. A copy fee of \$2.00 per page is required for each additional copy generated when ordering 2 or more file stamped or certified copies. Appropriate instructions must accompany your order.
7. Return the completed form to: Secretary of State, 202 North Carson Street, Carson City, Nevada 89701-4201, (775) 684-5708.
8. Form must be in the possession of the Secretary of State on or before the last day of the month in which it is due. (Postmark date is not accepted as receipt date.) Forms received after due date will be returned for additional fees and penalties. Failure to include annual list and business license fees will result in rejection of filing.

**CHECK ONLY IF APPLICABLE AND ENTER EXEMPTION CODE IN BOX BELOW**

Pursuant to NRS Chapter 76, this entity is exempt from the business license fee. Exemption code:  

**NOTE:** If claiming an exemption, a notarized Declaration of Eligibility form must be attached. Failure to attach the Declaration of Eligibility form will result in rejection, which could result in late fees.

This corporation is a publicly traded corporation. The Central Index Key number is:

This publicly traded corporation is not required to have a Central Index Key number.

**NRS 76.020 Exemption Codes**

- 001 - Governmental Entity
- 005 - Motion Picture Company
- 006 - NRS 680B.020 Insurance Co.

NAME RE HARDWICK	TITLE(S) PRESIDENT (OR EQUIVALENT OF)
ADDRESS 811 S. 6TH STREET	CITY STATE ZIP CODE LAS VEGAS NV 89101
NAME RE HARDWICK	TITLE(S) SECRETARY (OR EQUIVALENT OF)
ADDRESS 811 S. 6TH STREET	CITY STATE ZIP CODE LAS VEGAS NV 89101
NAME RE HARDWICK	TITLE(S) TREASURER (OR EQUIVALENT OF)
ADDRESS 811 S. 6TH STREET	CITY STATE ZIP CODE LAS VEGAS NV 89101
NAME RE HARDWICK	TITLE(S) DIRECTOR
ADDRESS 811 S. 6TH STREET	CITY STATE ZIP CODE LAS VEGAS NV 89101

I declare, to the best of my knowledge under penalty of perjury, that the above mentioned entity has complied with the provisions of NRS Chapter 76 and acknowledge that pursuant to NRS 239.330, it is a category C felony to knowingly offer any false or forged instrument for filing in the Office of the Secretary of State.

X Robert E. Hardwick  
Signature of Officer

Title President

Date 10-15-13

R/41 \$



2100 S.E. Main St., Suite 450  
Irvine, California 92614  
Office Phone: (949)419-9481  
Office Fax: (714)667-0338  
Email: rdean@nat.com

**Amended**

North American Title Company  
2100 S.E. Main St., Suite 450  
Irvine, CA 92614

Our Order No.: 1248915  
Property Address: APN: 367-050-068-7, Wildomar, CA

Attention: Jo Anne Erro

**Preliminary Report Dated as of July 18, 2013 at 7:30 A.M.**

In response to the above referenced application for a Policy of Title Insurance,

**North American Title Insurance Company**

Hereby reports that it is prepared to issue, or cause to be issued, as of the date hereof, a Policy or Policies of Title Insurance describing the land and the estate or interest therein hereinafter set forth, insuring against loss which may be sustained by reason of any defect, lien or encumbrance not shown or referred to as an Exception below or not excluded from coverage pursuant to the printed Schedules, Conditions and Stipulations of said Policy forms.

The printed Exceptions and Exclusions from the coverage and limitations on covered risks of said Policy or Policies are set forth in Exhibit A attached. The Policy to be issued may contain an Arbitration Clause. When the amount of insurance is less than that set forth in the Arbitration Clause, all arbitrable matters shall be arbitrated at the option of either the Company or the Insured as the exclusive remedy of the Parties. Limitations on covered risks applicable to the CLTA and ALTA Homeowner's Policies of Title Insurance which establish a deductible amount and a maximum dollar limit of liability for certain coverages are also set forth in Exhibit A. Copies of the Policy forms should be read. They are available from the office which issued this report.

**Please read the exceptions shown or referred to below and the exceptions and exclusions set forth in Exhibit A of this report carefully. The exceptions and exclusions are meant to provide you with notice of matters which are not covered under the terms of the title insurance policy and should be carefully considered.**

**It is important to note that this preliminary report is not a written representation as to the condition of title and may not list all liens, defects, and encumbrances affecting title to the land.**

This report (and any supplements or amendments hereto) is issued solely for the purpose of facilitating the issuance of a policy of title insurance and no liability is assumed hereby. If it is desired that liability be assumed prior to the issuance of a policy of title insurance, a Binder or Commitment should be requested.

The form of Policy of title insurance contemplated by this report is: ALTA Standard Owner Policy - 2006

Please note that the America's First Homeowner's Policy (CLTA/ ALTA Homeowner's Policy) can only be issued on transactions involving individuals as purchasers and residential 1-4 properties. Any indication that the America's First Homeowner's Policy (CLTA/ ALTA Homeowner's Policy) will be issued in a transaction that does not meet these criteria is hereby revised to state that the policy contemplated is a Standard Coverage Policy.

Randy Dean, Title Officer

## SCHEDULE A

1. The estate or interest in the land hereinafter described or referred to covered by this report is:

Fee simple.

2. Title to said estate or interest at the date hereof is vested in:

CALVINIA, LLC, A CALIFORNIA LIMITED LIABILITY COMPANY, AS TO AN UNDIVIDED 40% INTEREST, NATIONAL REALTY INVESTMENTS INC., DBA NATIONAL REALTY HOMES AS TO AN UNDIVIDED 44.5% INTEREST, CRAIG S. HIGDON, AN UNMARRIED MAN AS TO AN UNDIVIDED 5% INTEREST, PHILIP P. QUEZADA, A MARRIED MAN AS HIS SOLE AND SEPARATE PROPERTY AB TO AN UNDIVIDED .5% INTEREST AND PROGRESSIVE PROPERTY AND INV., INC., AS TO AN UNDIVIDED 10% INTEREST, ALL AS TEMANTS IN COMMON

3. The Land referred to in this report is situated in the State of California, County of Riverside, and is described as follows:

**See attached Legal Description**


[Secretary of State Main Website](#)
[Business Programs](#)
[Notary & Authentications](#)
[Elections](#)
[Campaign & Lobbying](#)
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**Business Entity Detail**
**Online Services**

- [E-File Statements of Information for Corporations](#)
- [Business Search](#)
- [Processing Times](#)
- [Disclosure Search](#)

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**Forms, Samples & Fees**
**Statements of Information**  
 (annual/biennial reports)

**Filing Tips**
**Information Requests**  
 (certificates, copies & status reports)

**Service of Process**
**FAQs**
**Contact Information**
**Resources**

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- [Tax Information](#)
- [Starting A Business](#)

**Customer Alerts**

- [Business Identity Theft](#)
- [Misleading Business Solicitations](#)

Data is updated to the California Business Search on Wednesday and Saturday mornings. Results reflect work processed through Tuesday, May 05, 2015. Please refer to [Processing Times](#) for the received dates of filings currently being processed. The data provided is not a complete or certified record of an entity.

<b>Entity Name:</b>	NATIONAL REALTY INVESTMENTS, INC.
<b>Entity Number:</b>	C1962874
<b>Date Filed:</b>	02/27/1996
<b>Status:</b>	ACTIVE
<b>Jurisdiction:</b>	NEVADA
<b>Entity Address:</b>	2915 RED HILL AVE STE B201A
<b>Entity City, State, Zip:</b>	COSTA MESA CA 92626
<b>Agent for Service of Process:</b>	ROBERT E HARDWICK
<b>Agent Address:</b>	2915 RED HILL AVE STE B201A
<b>Agent City, State, Zip:</b>	COSTA MESA CA 92626

\* Indicates the information is not contained in the California Secretary of State's database.

- If the status of the corporation is "Surrender," the agent for service of process is automatically revoked. Please refer to California Corporations Code [section 2114](#) for information relating to service upon corporations that have surrendered.
- For information on checking or reserving a name, refer to [Name Availability](#).
- For information on ordering certificates, copies of documents and/or status reports or to request a more extensive search, refer to [Information Requests](#).
- For help with searching an entity name, refer to [Search Tips](#).
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# NATIONAL REALTY INVESTMENTS, INC.

Business Entity Information			
Status:	Active	File Date:	10/26/1995
Type:	Domestic Corporation	Entity Number:	C18617-1995
Qualifying State:	NV	List of Officers Due:	10/31/2015
Managed By:		Expiration Date:	
NV Business ID:	NV19951146730	Business License Exp:	10/31/2015

Additional Information	
Central Index Key:	

Registered Agent Information			
Name:	NIKOLAS L. MASTRANGELO, ESQ.	Address 1:	811 S SIXTH ST
Address 2:		City:	LAS VEGAS
State:	NV	Zip Code:	89101
Phone:		Fax:	
Mailing Address 1:		Mailing Address 2:	
Mailing City:		Mailing State:	NV
Mailing Zip Code:			
Agent Type:	Commercial Registered Agent		
Status:	Active		

Financial Information			
No Par Share Count:	25,000.00	Capital Amount:	\$ 0
<b>No stock records found for this company</b>			

- Officers		<input type="checkbox"/> Include Inactive Officers	
<b>President - RE HARDWICK</b>			
Address 1:	811 SOUTH SIXTH STREET	Address 2:	
City:	LAS VEGAS	State:	NV
Zip Code:	89101	Country:	USA
Status:	Active	Email:	
<b>Secretary - RE HARDWICK</b>			
Address 1:	811 SOUTH SIXTH STREET	Address 2:	
City:	LAS VEGAS	State:	NV
Zip Code:	89101	Country:	USA
Status:	Active	Email:	

Treasurer - RE HARDWICK			
Address 1:	811 SOUTH SIXTH STREET	Address 2:	
City:	LAS VEGAS	State:	NV
Zip Code:	89101	Country:	USA
Status:	Active	Email:	
Director - RE HARDWICK			
Address 1:	811 SOUTH SIXTH STREET	Address 2:	
City:	LAS VEGAS	State:	NV
Zip Code:	89101	Country:	USA
Status:	Active	Email:	

- Actions\Amendments			
Action Type:	Articles of Incorporation		
Document Number:	C18617-1995-001	# of Pages:	8
File Date:	10/26/1995	Effective Date:	
(No notes for this action)			
Action Type:	Annual List		
Document Number:	C18617-1995-007	# of Pages:	1
File Date:	9/11/1998	Effective Date:	
(No notes for this action)			
Action Type:	Annual List		
Document Number:	C18617-1995-008	# of Pages:	1
File Date:	10/27/1999	Effective Date:	
(No notes for this action)			
Action Type:	Annual List		
Document Number:	C18617-1995-006	# of Pages:	1
File Date:	11/1/2000	Effective Date:	
(No notes for this action)			
Action Type:	Annual List		
Document Number:	C18617-1995-004	# of Pages:	1
File Date:	12/12/2001	Effective Date:	
(No notes for this action)			
Action Type:	Annual List		
Document Number:	C18617-1995-005	# of Pages:	1
File Date:	9/17/2002	Effective Date:	
(No notes for this action)			
Action Type:	Annual List		
Document Number:	C18617-1995-003	# of Pages:	1
File Date:	10/16/2003	Effective Date:	
(No notes for this action)			



<b>Action Type:</b>	Annual List		
<b>Document Number:</b>	C18617-1995-002	<b># of Pages:</b>	1
<b>File Date:</b>	9/25/2004	<b>Effective Date:</b>	
<b>List of Officers for 2004 to 2005</b>			
<b>Action Type:</b>	Annual List		
<b>Document Number:</b>	20050465319-05	<b># of Pages:</b>	1
<b>File Date:</b>	10/6/2005	<b>Effective Date:</b>	
(No notes for this action)			
<b>Action Type:</b>	Annual List		
<b>Document Number:</b>	20060694984-28	<b># of Pages:</b>	1
<b>File Date:</b>	10/26/2006	<b>Effective Date:</b>	
(No notes for this action)			
<b>Action Type:</b>	Annual List		
<b>Document Number:</b>	20070677310-43	<b># of Pages:</b>	1
<b>File Date:</b>	10/1/2007	<b>Effective Date:</b>	
<b>07-08</b>			
<b>Action Type:</b>	Annual List		
<b>Document Number:</b>	20080674777-38	<b># of Pages:</b>	1
<b>File Date:</b>	10/10/2008	<b>Effective Date:</b>	
(No notes for this action)			
<b>Action Type:</b>	Annual List		
<b>Document Number:</b>	20100840865-84	<b># of Pages:</b>	1
<b>File Date:</b>	11/2/2010	<b>Effective Date:</b>	
(No notes for this action)			
<b>Action Type:</b>	Annual List		
<b>Document Number:</b>	20100840866-95	<b># of Pages:</b>	1
<b>File Date:</b>	11/2/2010	<b>Effective Date:</b>	
(No notes for this action)			
<b>Action Type:</b>	Annual List		
<b>Document Number:</b>	20110776455-78	<b># of Pages:</b>	1
<b>File Date:</b>	10/27/2011	<b>Effective Date:</b>	
<b>2011-2012</b>			
<b>Action Type:</b>	Annual List		
<b>Document Number:</b>	20120713616-29	<b># of Pages:</b>	1
<b>File Date:</b>	10/19/2012	<b>Effective Date:</b>	
(No notes for this action)			
<b>Action Type:</b>	Annual List		
<b>Document Number:</b>	20130705195-73	<b># of Pages:</b>	1
<b>File Date:</b>	10/29/2013	<b>Effective Date:</b>	
(No notes for this action)			

<b>Action Type:</b>	<b>Annual List</b>		
<b>Document Number:</b>	<b>20140740709-54</b>	<b># of Pages:</b>	<b>1</b>
<b>File Date:</b>	<b>10/30/2014</b>	<b>Effective Date:</b>	
<b>(No notes for this action)</b>			