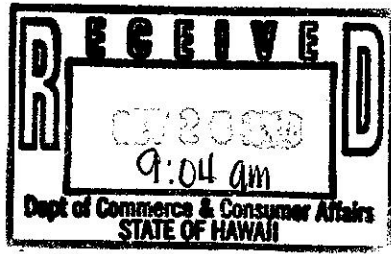


1998



STATE OF HAWAII
DEPARTMENT OF COMMERCE & CONSUMER AFFAIRS

In the Matter of the Incorporation)
)
 of)
)
 HAWAIIAN ACRES ROAD CORPORATION)
 _____)

ARTICLES OF INCORPORATION
OF
HAWAIIAN ACRES ROAD CORPORATION

FILING AND RETURN BY MAIL REQUESTED BY:
PENELOPE C. BLAIR, ATTORNEY AT LAW
P.O. Box 836
Volcano, HI 96785-0836
Telephone: (808) 967-7236

ARTICLES OF INCORPORATION
OF
HAWAIIAN ACRES ROAD CORPORATION

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, desiring to form a nonprofit corporation under the laws of the State of Hawaii and to obtain the benefits conferred by said laws upon nonprofit corporations, hereby certify as follows:

ARTICLE I

The name of the corporation shall be HAWAIIAN ACRES ROAD CORPORATION.

ARTICLE II

The location of the corporation's initial office is the northeast corner of 8 Road at C Road, Hawaiian Acres Subdivision, District of Puna, State of Hawaii, and the mailing address of the corporation is P.O. Box 1261, Kurtistown, Hawaii, 96760, there being no specific street address available.

ARTICLE III

The period of the corporation's duration is perpetual.

ARTICLE IV

Section 1. The purposes for which the corporation is organized are:

(a) To improve and beautify the jointly owned roadways of Hawaiian Acres Subdivision.

(b) To maintain and repair the jointly owned roadways in Hawaiian Acres Subdivision.

(c) To promote and strive for attractive private roadways in Hawaiian Acres Subdivision.

(d) To represent and act as a roadways liaison with any person, corporation, governmental agency, or other entity on matters affecting the interests of the corporation and/or its members.

(e) To transact any and all other lawful activities for which nonprofit corporations may be incorporated under Chapter 415B, Hawaii Revised Statutes.

Section 2. And in furtherance of said purposes, the corporation shall have all powers, rights, privileges and immunities, and shall be subject to all of the liabilities conferred or imposed by law upon corporations of the same nature, and shall be subject to and have all the benefits of all general laws with respect to corporations.

ARTICLE V

The number of directors shall be not less than three (3) and the number of directors constituting the initial Board of Directors is seven (7). The following are the names and mailing addresses of the initial directors, there being no specific street addresses available for any of said persons:

<u>Name</u>	<u>Mailing Address</u>
Nanette Savage	P.O. Box 2062 Keaau, HI 96749
Bruce Anderson	P.O. Box 473 Kurtistown, HI 96760
Lorraine Penfield	P.O. Box 475 Kurtistown, HI 96760
Plymouth Kekepi	P.O. Box 1097 Kurtistown, HI 96760
Phil Snowden	P.O. Box 5103 Hilo, HI 96720
Bill McClellan	P.O. Box 1500 Kurtistown, HI 96760
Pete Eperson	P.O. Box 421 Mountain View, HI 96771

ARTICLE VI

The officers of the corporation shall consist of a president, vice-president, secretary and treasurer. The following are the names and mailing addresses of the initial officers, there being no specific street addresses available for any of said persons:

<u>Name and Office</u>	<u>Mailing Address</u>
Nanette Savage, President	P.O. Box 2062 Keaau, HI 96749
Bruce Anderson, Vice-President and Secretary	P.O. Box 473 Kurtistown, HI 96760
Phil Snowden, Treasurer	P.O. Box 5103 Hilo, HI 96720

ARTICLE VII

The corporation has members.

ARTICLE VIII

The corporation is nonprofit in nature, and shall not authorize or issue shares of stock. No dividends shall be paid and no part of the income or profit of the corporation shall be distributed to its members, directors, or officers, except for services actually rendered to the corporation, and except upon liquidation of its property in case of corporate dissolution.

We certify under the penalties of Section 415B-158, Hawaii Revised Statutes, that we have read the above statements and that the same are true and correct.

WITNESS our hands this 15th day of October, 1998.

Roberta Lynn Brashear
ROBERTA LYNN BRASHEAR

Bill McClellan
BILL McCLELLAN

Bruce Anderson
BRUCE ANDERSON