

ARTICLES ON INCORPORATION

86819

In the office of the Lt. Governor  
State of Utah, on the 19th  
day of May A.D. 1980

OF

DAVID MCGEE JR.  
Lt. Governor of Utah

5.00

HIDEAWAY VALLEY  
PROPERTY OWNERS ASSOCIATION, INC.  
A NON-PROFIT CORPORATION

By Clerk \_\_\_\_\_ Fees \_\_\_\_\_

The undersigned natural persons over the age of twenty-one (21) years, acting as the incorporators of a non-profit corporation under the Utah Non-Profit Corporation Cooperative Association Act, hereby adopt the following Articles of Incorporation for said corporation:

ARTICLE I.  
NAME

The name of the corporation hereby created shall be:

HIDEAWAY VALLEY PROPERTY OWNERS ASSOCIATION, INC.

CONSENT TO  
USE OF NAME

ARTICLE II.  
DURATION

The corporation shall continue in existence ~~perpetually~~ unless dissolved according to law.

ARTICLE III.  
PURPOSES

The purposes for which the corporation is organized are:

- a) To engage in the business of property management and to act as an agent for its members in acquiring, holding, improving, and otherwise dealing with and in respect of real property and real property improvements;
- b) To engage in such other business activities and pursuits as may be reasonably related to the foregoing.

ARTICLE IV.  
MEMBERSHIP

The corporation shall have members consisting of persons owning one (1) or more of the lots (hereinafter designated the "lots") contained within Hideaway Valley, Sanpete County, State of Utah, (hereinafter designated the "Project"). There shall be one membership in the corporation appurtenant to each of said lots. No person who has conveyed or otherwise disposed of his ownership interest in a lot shall thereafter be entitled to hold or retain the membership in the corporation which is appurtenant to said lot. The conveyance or other disposition by a person entitled to membership in the corporation of all such person's ownership interest in a lot shall be deemed to constitute, and may be treated by the corporation as a transfer and conveyance by such person to such person's successor in interest in ownership of said lot of the membership appurtenant to said lot, and the corporation shall be entitled to cancel the membership certificate with relation to such membership, whether or not said certificate is surrendered and reissue the same to the new owner or owners upon such terms and conditions as the Board of Trustees shall direct. On all matters presented to a vote of the members, the holder of each membership shall have one (1) vote per lot.

ARTICLE V.  
MEMBERSHIP CERTIFICATES

The corporation shall issue a membership certificate to each person entitled to membership in the corporation, as above provided, to evidence such person's membership interest therein. In the event a particular lot is owned by more than one person, the membership certificate with relation to such lot shall be issued in the names of all persons having an ownership interest therein.

ARTICLE VI.  
TRUSTEES

The corporation shall have a Board of Trustees which shall consist of a variable number of trustees of from three (3) to five (5) as the majority of the members may from time to time determine. Election or removal of Trustees may be accomplished by cumulative voting of the members. Until a determination is made in the future by the Board of Trustees, the Board shall consist of three (3) trustees. In the event the majority of members decides to increase its number from time to time, the members shall themselves have the right to fill vacancies occasioned by such increase, and such newly elected trustees shall serve until the next annual meeting of the members and until their successors are duly elected and qualified. The names and addresses of the persons who are to serve as trustees until the first annual meeting of members and until their successors are duly elected and qualified, are:

- |                     |  |
|---------------------|--|
| J. Fred Smith       | 1871 East 9515 South<br>Sandy, Utah 84070    |
| Donald R. Skipworth | 9514 Buttonwood Drive<br>Sandy, Utah 84070   |
| Charles E. Bradford | 2486 South 450 East<br>Bountiful, Utah 84010 |

ARTICLE VII.  
INITIAL PRINCIPAL OFFICE  
AND  
REGISTERED AGENT

The location and street address of the initial principal office of the corporation is:


5278 So. Pinemont #A 210  
Salt Lake City, Utah 84107


which office may be changed at any time by the Board of Trustees without amendment to these Articles of Incorporation.

The initial registered agent at said address is:

J. FRED SMITH

DATED: May 15, 1980

  
J. Fred Smith - Incorporator

  
Donald R. Skipworth - Incorporator

  
Charles E. Bradford - Incorporator

STATE OF UTAH )  
 ) ss.  
County of Salt Lake )

On the 15<sup>th</sup> day of May, 1980, personally appeared before me, J. FRED SMITH, DONALD R. SKIPWORTH and CHARLES E. BRADFORD, who being by me first duly sworn, declared that they executed the foregoing Articles of Incorporation.

Barbara Skipworth  
Notary Public  
Residing at  
Sandy, Utah

My Commission Expires: COMMISSION EXPIRES AUG. 28, 1980

3/19/80

Secretary of State / Lt. Governor,

Please take notice that Hideaway Valley Corporation, a Utah Business Corporation, hereby consents to the filing of Articles of Incorporation of Hideaway Valley Property Owners Association, a non-profit corporation.

Hideaway Valley Corporation  
By Chas. E. Bradford, V.P., Secy. & Dir.