



ARTICLES OF INCORPORATION  
OF  
TIMBER LAKES PROPERTY ASSOCIATION

In compliance with the requirements of Utah Code Annotated, Section 16-6-18, et seq., the undersigned, all of whom are residents of the State of Utah and all of whom are of legal age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I  
Corporate Name

The name of the corporation is Timber Lakes Property Owners Association, hereafter called the "Association."

ARTICLE II  
Principal Office

The principal office of the Association is located at 190 North Main Street, Heber, Wasatch County, Utah.

ARTICLE III  
Registered Agent

Eldon B. Romney, whose address is 3281 Millcreek Road, Salt Lake City, Utah is hereby appointed the initial registered agent of the Association.

ARTICLE IV  
Purpose and Powers of the Association

This Association does not contemplate financial gain or profit to the Members thereof. The specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence Lot and common Area within that certain tract of property described as: Timber Lakes Estates, Plats 1-14 and Plat 16, and to promote the health, safety and welfare of the residents within the above described property and any additions thereto as may be hereafter brought within the jurisdiction of this Association for this purpose:

- (a) To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants Conditions and Restrictions and Management Policies, hereinafter called the "Declaration," applicable to the property and recorded or to be recorded in the Office of the Wasatch County Recorder and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;



- (b) To fix, levy, collect and enforce by any lawful means payment of all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;
- (c) To acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;
- (d) To borrow money and, with the assent of two-thirds (2/3) of the Members, to mortgage, pledge, deed in trust or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;
- (e) To dedicate or transfer all or any part of the Common Area to any public agency, authority or utility for such purpose and subject to such conditions as may be agreed to by the Members. No such dedication or transfer shall be effective unless two thirds (2/3) of the Members present or represented by proxy at a meeting called for such purpose shall agree to such dedication, sale or transfer;
- (f) To participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or to annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two thirds (2/3) of the Members present or represented by proxy at a meeting called for such purpose;
- (g) To have and to exercise any and all powers, rights and privileges which a corporation organized under the Nonprofit Corporation Laws of the State of Utah by law may now or hereafter have or exercise.

ARTICLE V  
Membership

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a Member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.



## ARTICLE VI Voting Rights

The Association shall have one class of voting membership.

Members shall be all Lot owners and they shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any Lot. A joint owner of a Lot casting a vote shall be presumed to have the concurrence of all other joint owners of the same Lot.

## ARTICLE VII Board of Directors

The affairs of this Association shall be managed initially by a board of nine (9) directors who must be Members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association.

At the first annual meeting the Members shall elect three directors for a term of one year, three directors for a term of two years and three directors for a term of three years; and at each annual meeting thereafter the Members shall elect three directors for a term of three years.

## ARTICLE VIII Dissolution, Annexations, Mergers and Consolidations; Sale, Lease, Exchange, Mortgage or Dedication of Assets; Amendments

Voluntary dissolution of the Association, annexations of additional property (except the property described in Article IX of the Declaration of Protective Covenants, Conditions, Restrictions and Management Policies as “Additional Land”), mergers or consolidations and sale, lease, exchange, mortgage or dedication of assets shall be accomplished in the following manner: the Board of Directors shall consider the matter; and if it is approved, the Board shall adopt a resolution recommending a course of action to be followed by the Members of the Association. Such resolution shall be presented to the Members at either a special or annual meeting. Notice of such meeting shall be given as required by Article III, Section 3, of the By-Laws. A two-thirds (2/3) majority of the votes cast at any such meeting shall be required for the adoption of any motion to approve a course of action proposed by the Board to the Members under the provisions of this article, except a motion for dissolution. Adoption of a motion for dissolution of the Association shall require a three-fourths (3/4) majority of the votes cast. Further, in the event of dissolution of the Association, unless such dissolution is incident to a merger or consolidation or other change resulting in the continuation of the Association in the form of another organization, the assets of the Association remaining after payment of all debts and obligations of the Association shall be dedicated to Wasatch County to be used for public purposes as determined by the Board of County Commissioners of said county.

## ARTICLE IX



Duration

The Association shall exist perpetually or until dissolved in accordance with Article VIII of these Article of Incorporation.

ARTICLE X  
Liability

Members shall not be individually or personally liable for the debts or obligations the Association in accordance with the provisions of Section 16-6-26 of the Utah Statutes governing nonprofit corporations.

IN WITNESS WHEREOF, for the purpose of forming this Association under the Laws of the State of Utah, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this 24<sup>th</sup> day of January 1979.

Eldon B. Romney	Colonel Loyal W. Fry	Ronald Lambson
Veigh Cummings	Timothy O'Reilly	Ron Jensen
Joe Brown	Standish Heinekin	Bonnie Pollard

STATE OF UTAH                     )  
  ss.  
COUNTY OF SALT LAKE    )

On the 24<sup>th</sup> day of January 1979, personally appeared before me Eldon B. Romney, Colonel Loyal W. Fry, Ronald Lambson, Veigh Cummings, Timothy O'Reilly, Ron Jensen, Joe Brown, Standish Heinekin and Bonnie Pollard, the signers of the within instrument, who duly acknowledged to me that they executed the same.

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H. Delbert Welker  
Notary Public  
Residing in Salt Lake County, Utah

My commission expires:  
3-28-82

NOTE: The foregoing document is a typewritten copy of the original which original is on file and available for inspection in the files of the Timber Lakes Property Owners Association. This typewritten copy includes the correction of some typographical errors in the original.

Eldon B. Romney, President