

AMENDED AND RESTATED (2014)

ARTICLES OF INCORPORATION

OF

PINE CREEK RANCH PROPERTY OWNERS ASSOCIATION

RECEIVED  
JUL 10 2014  
Utah Div. of Corp. & Comm. Code



As provided by §16-6a-1001, et seq., Utah Code Annotated 1953, as amended, the following amended and restated Articles of Incorporation were adopted by the members of the corporation at a meeting of members held June 14, 2014:

ARTICLE I  
NAME

The name of the corporation is Pine Creek Ranch Property Owners Association.

ARTICLE II  
DURATION

The period of duration of the corporation is perpetual.

ARTICLE III  
PURPOSE

The corporation shall have the following purposes: (a) To serve as the property owners association provided for in the Protective Covenants of Pine Creek Acres, Pine Creek Meadows, Pine Creek Oak Crest, and Pine Creek Vista Subdivisions located in Sanpete County, State of Utah (hereafter "Protective Covenants"), and to act as provided by the Protective Covenants. (b) To act and operate exclusively as a nonprofit corporation pursuant to the laws of the State of Utah. (c) To engage in any and all activities and pursuits, and to support or assist such other organizations as may be related to the foregoing and following purposes. (d) To engage in any and all other lawful purposes, activities and pursuits which are substantially similar to the foregoing and which are or may hereafter be authorized by Section 501(c) of the Internal Revenue Code and are consistent with those powers described in the Utah Revised Nonprofit Corporation Act, as amended and supplemented. (e) To purchase, own and sell real and personal property, to make contracts, to invest corporate funds, to spend corporate funds for corporate purposes, and to engage in any activity in furtherance of, incidental to, or connected with any of the other purposes.

ARTICLE IV  
MEMBERS

(a) The corporation shall have voting members. The members shall be of one class.

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Date: 07/10/2014  
Receipt Number: 5553202  
Amount Paid: \$17.00

(b) Each member shall be the person or other entity who is the owner of a lot in a subdivision subject to the Protective Covenants. There shall be only one member for each such lot. If a lot has more than one owner, the owners thereof shall, collectively constitute one member. The person entitled to cast a vote for that member shall be determined by agreement of the co-owners or by operation of law.

(c) If a person or entity owns more than one lot in a subdivision subject to the Protective Covenants, on all questions submitted to a vote of the members, the person or entity shall be entitled to one vote for each lot.

(d) The corporation shall not issue certificates to evidence membership in the corporation. Membership shall be determined from the records of the corporation.

(e) A member may vote on questions submitted to members only: (i) If the member has paid all assessments which have been made on the lot owned by that member. If a member owns more than one lot and has paid assessments for less than all of the lots owned by the member, the member may cast the vote to which the member is entitled by reason of ownership of the lot or lots on which the assessment has been paid. For example, if a member owns three lots and has paid the assessment on one of the lots, the member may cast one vote; if the member has paid the assessment on two of the lots, the member may cast two votes; and (ii) If the member has paid all other fines and fees which may be assessed as provided in the Bylaws.

#### **ARTICLE V BYLAWS**

Provisions for the regulation of the internal affairs of the corporation shall be set forth in the Bylaws. The Bylaws may be adopted and amended as provided in the Bylaws.

#### **ARTICLE VI DIRECTORS**

The corporation shall have five (5) directors who shall each serve for a term of three (3) years as outlined in the Bylaws so that approximately one-third of the directors are elected each year.

#### **ARTICLE VII REGISTERED OFFICE AND AGENT**

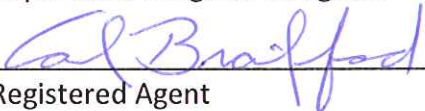
The address of the corporation's initial registered office is

Pleasant Grove, Utah, 84062

The corporation's initial registered agent at such address is:

Carl Brailsford

By signature here, the registered agent hereby acknowledges and accepts appointment as the corporation's registered agent:

  
Registered Agent

The registered office or agent may be changed at any time by the Board of Directors without amendment of these Articles of Incorporation.

**ARTICLE VIII  
PRINCIPAL PLACE OF BUSINESS**

The principal place of business of the corporation shall be  
Pleasant Grove, Utah, 84062

The corporation shall have such other places of business, as the Board of Directors shall determine from time to time without the necessity of amending these Articles of Incorporation. The corporation may conduct business in all counties of the State of Utah and in all states of the United States, and in all territories thereof, and in all foreign countries as the Board of Directors shall determine.

**ARTICLE IX  
ASSESSMENTS**

From time to time as the Board determines to be necessary, the Board of Directors may levy an assessment on the members for the purpose of providing and maintaining the facilities and services provided by the corporation. Each such assessment shall be made as required and allowed by the Protective Covenants.

**ARTICLE X  
DISTRIBUTIONS**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its Directors, officers, or other private persons, except that the corporation shall be authorized to pay reasonable compensation for contracted services rendered, or reimbursements, and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public

office. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c) of the Internal Revenue Code, as amended and supplemented, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, as amended or supplemented.

ARTICLE XI  
**DISSOLUTION**

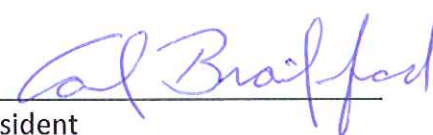
Upon dissolution of the corporation, common assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c) of the Internal Revenue Code, as amended and supplemented, or shall be distributed to the federal government or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the district court of the county in which the principal office of the corporation is then located, exclusively for such purpose or purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

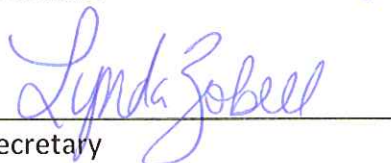
ARTICLE XII  
**ADOPTION**

These Amended and Restated Articles of Incorporation were proposed by the Board of Directors and submitted to the members. Notice of the proposed amendment and restatement was given to the members as required by law. A quorum of members was present at the meeting where the proposed amendment and restatement was considered by the members. At said meeting,

- (a) The number of votes cast in favor of the amendment and restatement was 128.  
The number cast against the amendment and restatement was 47.
  
- (b) The amendment and restatement was adopted by the members.

Dated: July 8, 2014.

Carl Brailsford   
President

Lynda Zobell   
Secretary

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