

In the office of the Lt. Governor

November 9th 1978

ARTICLES OF INCORPORATION

OF

ROCKPORT RANCHES PROPERTY OWNERS ASSOCIATION, INC.

A NON-PROFIT CORPORATION

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

ARTICLE I

NAME

The name of the corporation hereby created shall be:

ROCKPORT RANCHES
PROPERTY OWNERS ASSOCIATION, INC.

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 it's 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;
- (c) To engage in any and all other lawful purposes, whether similar or dissimilar 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 with the Rockport Ranches, Rockport, Summit 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.

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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 nine (9) 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 nine (9) 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:

Ray M. Southwick, <i>Agent</i>	70 E 1100 S Bountiful, Utah 84010
Daniel Allred	4557 Kayland Circle, Holladay, Utah 84117
Arthur Liscomb	1297 Carousel, No. SLC Utah 84416
Ed Wyckoff	1896 ParkRidge Drive, SLC Utah
Patricia J. Smith	7980 S 2800 E, Ogden, Utah 84403
Ray McCune	412 E 2600 S, Bountiful, Utah
Glen Lloyd	70 Dorchester Drive, SLC Utah
Paul Hullinger	526 E Parkview Circle, Smithfield, Utah 84335
Bruce Honey	2440 Pheasant Way, Bountiful, Utah 84010

ARTICLE VII

INCORPORATOR

The name and address of the incorporator of the corporation is:
Ray M. Southwick 70 E 1100 S, Bountiful, Utah 84010

ARTICLE VIII

INITIAL PRINCIPAL OFFICE

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

70 E 1100 S, Bountiful, Utah 84010

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

DATED: Nov. 3, 1978

STATE OF UTAH

COUNTY OF SUMMIT

SS Ray M. Southwick
Ray M. Southwick

ON THE 3rd of nove.¹⁹⁷⁸ PERSONNALLY APPEARED BEFORE ME
RAY M. SOUTHWICK, WHO, BEING BY ME FIRST DULY SWORN, DELCLARED
THAT HE IS THE PERSON WHO SIGNED THE FOREGOING ARTICLES OF
INCORPORATION AS INCORPORATOR AND THAT THE STATEMENTS CONTAINED
THERE ARE TRUE.

My Commission Expires:

9-7-82

J. Lowell Kamerath
J. Lowell Kamerath
NOTARY PUBLIC