TO THE

ARTICLES OF INCORPORATION 3780914

BARRINGTON PARK HOMEOWNERS ASSOCIATION

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Pursuant to the provisions of Section 16-6-50, Utah Code Annotated, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is Barrington Park Homeowners Association.

SECOND: The following amendments of the Articles of Incorporation were adopted by a vote of not less than three-fourths of the members of the corporation on March 28th , 1983, in the manner prescribed by said Section 16-6-50 U.C.A. and the Articles of Incorporation.

(a) Article VI is amended in its entirety to provide as follows:

ARTICLE VI

VOTING RIGHTS

The Association shall have two (2) classes of voting

CLASS A. Class A members shall be all Owners, with the membership: exception of the Developer, of Lots upon which are constructed Living Units and shall be entitled to one vote for each Living Unit. When more than one person owns any Living Unit, all such persons shall be members. The vote for such Living Unit shall be exercised as they, among themselves, determine, but in no event shall more than one vote be cast with respect to any one Living Unit.

CLASS B. The Class B Members shall be the Developer. The Class B member shall be entitled to three votes for each Lot owned.

Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- When the total votes outstanding in the Class A membership equal or exceed the total votes outstanding in the Class B membership; or

Pending the termination of the Class B membership as the reunder provided, the Association shall not make any agreement, hereunder provided, such agreement shall not be effective to bind the and, if attempted, such agreement shall not be effective to bind the Association beyond the time of the termination of the Class B Association beyond the time of the termination of the Class B membership.

(b) Article VII is amended in its entirety to provide

as follows:

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be managed initially by a Board of five Directors and after the first annual meeting of members by a Board of between seven (7) and nine (9) members. Directors need not be members of the Association. The number of Directors may be changed by amendment of the Bylaws of the Association. The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successors are:

NAME	ADDRESS
Walter Rex Wood	8800 South Bluejay Circle Salt Lake County, Utah 84070
Thomas C. Davis	1238 Oros Avenue Salt Lake County, Utah 84117
Gary Diehl	5431 Tonalea Drive Murray, Utah
Joseph J. Lichtie	4412 Parkview Drive Salt Lake City, Utah 84117
Terry C. Diehl	7431 Lost Canyon Circle Salt Lake City, Utah 84121

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.

(c) Articles XI and XII are added to the Articles of Incorporation and provide as follows:

ARTICLE XI

If there should arise any conflict between these Articles and the Declaration of Covenants, Conditions and Restrictions of Barrington Park, including any amendments thereto, then the Declaration shall control.

ARTICLE XII

During the time Class B membership exists any amendment to these Articles, annexation of additional properties, mortgaging of Common Area, dedication of Common Area, or dissolution of the Association must receive prior FHA approval.

THIRD: The designation and number of outstanding members of each class entitled to vote thereon as a class were as follows:

CLASS	NUMBER OF MEMBERS
A	230
В	Not Applicable

FOURTH: The number of members of each class entitled to vote thereon as a class voted for and against such amendment, respectively, was:

 CLASS
 FOR
 AGAINST

 A
 174
 3

 B
 Not Applicable

 DATED this 6th day of __April______, 1983.

BARRINGTON PARK HOMEOWNERS ASSOCIATION

By Ancer President

By Craix A Mendeiball
Secretary

STATE OF UTAH) : SS COUNTY OF SALT LAKE)

On the 6th day of April, 1983, personally appeared before me Vincent A. Pearson president, and Craig S. Mendenhall secretary, who, being by me duly sworn, declared that they are the persons who signed the within and foregoing Amendment to the Articles of Incorporation of Barrington Park Homeowners Association as the president and secretary of such corporation, and that the statements contained therein are true.

Notary Public Residing at

My Commission Expires:

VERIFICATION

I, the undersigned, do hereby certify:

That I am the duly elected and acting Secretary of Barrington Park Homeowners Association, a Utah corporation, and

That the foregoing Amendments to the Articles of

Incorporation were duly adopted by the members of the corporation at
a meeting of the members held on the <u>28th</u> day of <u>March</u>, 1983.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of said Association this 6th day of April , 1983.

Craig S. Mendenball, Secretary

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