

46
9

*Country Oaks Condo pl 1 thru 6, 7-1, 7-2, 7-2 amnd, 9 thru 13
excluding common area*

AMENDMENT TO DECLARATION

FOR

COUNTRY OAKS CONDOMINIUM

This Amendment to Declaration for Country Oaks Condominium (hereinafter "Amended Declaration") is made and executed on the date shown below by the Country Oaks Condominium Management Committee after having been voted upon and approved by the unit owners at Country Oaks Condominium.

RECITALS

WHEREAS, Country Oaks Condominium was created by a "Declaration of Covenants, Conditions, Restrictions and Bylaws for Country Oaks Condominium" (hereinafter "Enabling Declaration") recorded in the records of Davis County, Utah, on November 5, 1975, in book 582, beginning on page 709 as entry # 422434, which Enabling Declaration has been amended from time to time; and

WHEREAS, the property that is the subject of this Amended Declaration is situated in and upon that certain real property located in Davis County, State of Utah, as specifically described in Exhibit "A", attached hereto and incorporated herein by this reference, and including the common area that is appurtenant to each unit as shown on the plat maps for Country Oaks Condominium, as recorded in the office of the County Recorder for Davis County, State of Utah. There are 91 units at Country Oaks Condominium.

WHEREAS, The unit owners in Country Oaks are desirous to create the Country Oaks Condominium Homeowners Association, Inc., a Utah non-profit corporation ("Association"), which will be created by filing Articles of Incorporation with the Utah Division of Corporations and Commercial Code, which Association shall operate for the purpose of managing the common area and enforcing the provisions of the Enabling Declaration and any amendments thereto. The Association will be the governing body of Country Oaks Condominium and will operate in accordance with the Enabling Declaration, any amendments to the Enabling Declaration, this Amended Declaration, the Articles of Incorporation (Exhibit "B" attached hereto and incorporated herein by this reference) and the Association Bylaws (which are attached to the Enabling Declaration as Appendix C) for the purpose of managing the common area and enforcing the provisions of the Association documents.

NOW THEREFORE, To accomplish the unit owners' objectives, the following amendment is adopted creating the Country Oaks Condominium Homeowners Association, Inc., a Utah non-profit corporation.

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RICHARD T. MAUGHAN
DAVIS COUNTY, UTAH RECORDER
07/29/2009 01:45 PM
FEE \$116.00 Pgs: 9
DEPT REC'D FOR HELGESEN WATERFALL
L & JONES P C

AMENDMENT

**ARTICLE 1
CREATION OF NON-PROFIT CORPORATION**

- 1.1 The unit owners hereby authorize and approve the creation of a Utah nonprofit corporation, to be known as the Country Oaks Condominium Homeowners Association, Inc. ("Association"), by filing with the State of Utah Articles of Incorporation for the Association in a form substantially similar to those contained in Exhibit "B", attached hereto. The Association shall be responsible for managing the common area within Country Oaks and governing the affairs of Country Oaks in accordance with the provisions of the Enabling Declaration, any Amendments to the Enabling Declaration, the Articles of Incorporation and the Bylaws.
- 1.2 By voting to approve this Amended Declaration, the unit owners hereby agree to adopt the following documents:
- a. this Amended Declaration;
 - b. the Articles of Incorporation (Exhibit "B" attached hereto); and
 - c. the Bylaws of the Association

as the governing documents of the Country Oaks Condominium Homeowners Association, Inc., which documents shall constitute equitable servitudes that shall run with the real property described in Exhibit "A". In the event of a conflict between the provisions in this Amended Declaration and the Enabling Declaration, this Amended Declaration shall control.

- 1.3 Pursuant to the provisions in this Amended Declaration wherein approval to incorporate Country Oaks as a non-profit corporation under the laws of the State of Utah, the management of Country Oaks and the common area of Country Oaks shall hereafter be performed under the direction and authority of the Association's Board of Directors. Any reference to the term "management committee" in the Enabling Declaration or any amended thereto, or in the Bylaws of Country Oaks, or any other Country Oaks document, shall hereafter be deemed to mean and refer to the term "Board of Directors" of the Country Oaks Condominium Homeowners Association, Inc.

Effective Date. This Declaration shall take effect upon recording.

CERTIFICATION

It is hereby certified that condominium unit owners holding at least two-thirds (2/3) of the undivided ownership interest in the common areas and facilities have voted to approve this Amended Declaration.

IN WITNESS WHEREOF, this 17 day of July, 2009

By: Sharm Christensen
President

STATE OF UTAH)
 :SS.
COUNTY OF DAVIS)

On this 17 day of July, 2009, personally appeared before me Sharm Christensen who, being by me duly sworn, did say that he is President of the Country Oaks Condominium Homeowners Association and that the within and foregoing instrument was signed in behalf of said Association and he duly acknowledged to me he executed the same.

Roxana Jorgensen
Notary Public

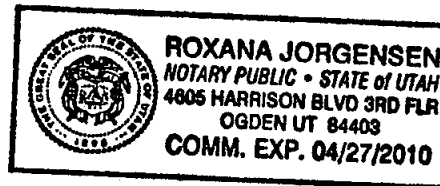


Exhibit "A"

Legal Description for
Country Oaks Condominium

The following units located at Country Oaks Condominium, Davis County, Utah:

Phase 1	Units 1A, 1B, 1C, 1D	[09-094-0001 through 09-094-0004] *
Phase 1	Units 2A, 2B, 2C, 2D	[09-094-0005 through 09-094-0008] *
Phase 2	Units 1 through 10	[09-093-0001 through 09-093-0010] *
Phase 3	Units 1 through 8	[09-094-0009 through 09-094-0016] *
Phase 4	Units 1 through 3	[09-094-0017 through 09-094-0019] *
Phase 5 (Amended)	Units 1 through 9	[09-094-0020 through 09-094-0028] *
Phase 6	Units 1 through 5	[09-094-0029 through 09-094-0033] *
Phase 7-1	Units 1 through 13	[09- 329 ⁰⁹⁴ -0034 through 09- 329 ⁰⁹⁴ -0046] *
Phase 7-2	Units 1 through 7	[09-093-0011 through 09-093-0017] *
Phase 7-2	Units 17 through 24	[09-093-0027 through 09-093-0034] *
Phase 7-2 (Amended)	Units 25 through 30	[09-254-0025 through 09-254-0030] *
Phase 9	Units 1 through 4	[09-310-0001 through 09-310-0004] *
Phase 10	Units 5 through 6	[09-314-0005 through 09-314-0006] *
Phase 11	Units 7 through 8	[09-318-0007 through 09-318-0008] *
Phase 12	Units 9 through 12	[09-322-0009 through 09-322-0012] *
Phase 13	Units 13 through 14	[09-329-0013 through 09-329-0014] *

Exhibit "B"

Articles of Incorporation

Articles of Incorporation FOR COUNTRY OAKS CONDOMINIUM HOMEOWNERS ASSOCIATION, INC.

WE, THE UNDERSIGNED NATURAL PERSONS, all being of the age of eighteen years or more, acting as incorporators under the Utah Revised Non-Profit Corporation Act, adopt the following Articles of Incorporation:

Name. The name of the Corporation is COUNTRY OAKS CONDOMINIUM HOMEOWNERS ASSOCIATION, INC. (herein referred to as the "Corporation").

Duration. The duration of the Corporation shall be perpetual, unless dissolved by the action of the Corporation or by operation of law.

Purposes. The purposes of the Corporation are to function in behalf of the members of the Country Oaks Condominium Homeowners Association located in Davis County, Utah, and to enforce the Covenants, Conditions and Restrictions as set forth in the Declaration of Condominium and any Amendments thereto, and to provide the other services and perform all of the other functions set forth in the Declaration of Condominium and any Amendments thereto as may become desirable or necessary for the benefit of the members. The Corporation shall have all powers, rights, and privileges available to corporations under the laws of the State of Utah.

Membership/Stock. The owners of stock in the Corporation shall only be owners of units in Country Oaks Condominium, located in Davis County, Utah. Stock ownership is appurtenant to the unit and may not be separated from unit ownership, and ownership of a share of stock in Country Oaks shall pass automatically to the new owner of a unit upon conveyance of title without the need to convey a physical stock certificate. There shall be issued 91 shares in the Corporation and the Owners of a unit shall be the owners of one share of stock in the Corporation. The unit owners shall have an interest in the Corporation as described below:

The Association shall have one (1) class of membership--Class A, described more particularly as follows:

1. **Class A.** Class A Members shall be all owners. Class A Members shall be entitled to vote on all issues before the Association, subject to the following:
 - a. **Voting.** Each unit owner shall have right to vote based on percentages as provided in the Country Oaks Condominium Homeowners Association Declaration and Bylaws.
 - b. **Subject to Assessment.** No vote shall be cast or counted for any unit not subject to assessment;
 - c. **Multiple Owners.** When more than one (1) person or entity holds such interest in a unit, the vote for such unit shall be exercised as those persons or entities

themselves determine and advise the Secretary of the Association prior to any meeting. In the absence of such advise, the vote of the unit shall be suspended in the event more than one (1) person or entity seeks to exercise it.

- d. **Number of Shares.** The Corporation is authorized to issue up to 91 shares of Class A stock.
2. Class A shares shall have unlimited voting rights.
 3. The owners of Class A shares shall be entitled to receive the net assets of the Corporation upon dissolution.

Registered Agent. The registered agent for the Corporation is:

Sharm Christensen
P.O. Box 1532
Ogden, UT 84402

Acceptance of Appointment

I, Sharm Christensen, hereby accept the appointment as the registered agent for COUNTRY OAKS CONDOMINIUM HOMEOWNERS ASSOCIATION, Inc.


Sharm Christensen

Bylaws. The Association has adopted bylaws as Appendix "C" to the Enabling Declaration for Country Oaks Condominium, which Enabling Declaration was recorded in the records of Davis County, Utah, on November 5, 1975, in book 582, beginning on page 709 as entry #422434. The Corporation hereby adopts the bylaws by reference as found in the Enabling Declaration of Country Oaks Condominium. Hereafter, bylaws may be adopted, amended or replaced by the vote of Members as provided in the bylaws.

Address of Corporation's Registered Office. The principal place of business of the Corporation, and its initial offices are located at 2531 East 1900 North, Layton, UT 84040. The Corporation may establish such other offices and locations as it deems appropriate for the operation of its business.

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 and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes as set forth above.

Dissolution. Upon the dissolution of the corporation, assets shall be distributed to the members of the corporation on the same percentage as votes and assessments are allocated and as set forth in the Country Oaks Condominium Homeowners Association Declaration and Bylaws.

Board of Directors. There will initially be four (4) Directors of the Corporation. Another director may also serve bringing the total members of the Board to five (5). The initial Board of Directors, who will serve along with the fifth board member to be added, or until the election of officers and Directors at the annual member's meeting, are:

<u>Name</u>	<u>Address</u>
Sharm Christensen	2531 East 1900 North Layton, UT 84040
Dick McKenzie	2513 East 1950 North Layton, UT 84040
Robyn Ely	2588 East 1930 North Layton, UT 84040
Peter Revere	2589 East 1930 North Layton, UT 84040

The Directors will elect one of them to act as Chairman until the annual member's meeting.

Officers. The initial officers of the corporation are:

President	-	Sharm Christensen
Vice President	-	Dick McKenzie
Secretary	-	Robyn Ely
Treasurer	-	Peter Revere

Annual Meeting. The annual meeting of the members shall be held on the second Thursday of January of each year, at such place as shall be stated in the notice of meeting or in a duly executed waiver of notice; provided however, that whenever such a date falls upon a legal holiday, the meeting shall be held on the next succeeding business day and further provided that the Board of Directors may by resolution, fix the date of the annual meeting at such other date as the Board may deem appropriate. At such meeting, the current members shall elect Directors for one year terms to serve until their successors shall be elected and shall qualify.

Limitations on Liability. The Officers, Directors, and Members of the Corporation shall not be held personally liable for the debts and obligations of the Corporation.

Incorporators. The incorporators of the Corporation are:

<u>Name</u>	<u>Address</u>
Sharm Christensen	2531 East 1900 North Layton, UT 84040
Dick McKenzie	2513 East 1950 North Layton, UT 84040
Robyn Ely	2588 East 1930 North Layton, UT 84040

Amendment. These Articles of Incorporation may be amended from time to time as authorized by the Enabling Declaration and as permitted by law.

In Witness Whereof, we, Sharm Christensen, Dick McKenzie and Robyn Ely have executed these Articles of Incorporation in duplicate this 17 day of July, 2009, and say: That we are the incorporators herein; that we have read the above and foregoing Articles of Incorporation; that we know the contents thereof and that the same is true to the best of our knowledge and belief, excepting as to matters herein alleged upon information and belief and as to those matters we believe them to be true.

Sharm Christensen
Incorporator

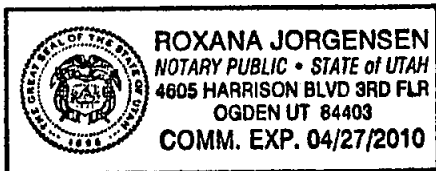
Dick McKenzie
Incorporator

Robyn Ely
Incorporator

State of Utah)
 : ss
County of Davis)

On the 17 day July 2009, the foregoing instrument was acknowledged and verified before me by Sharm Christensen, Dick McKenzie and Robyn Ely who personally appeared before me, and being by me duly sworn declare under penalty of perjury that they are the incorporators of Country Oaks Condominium Homeowners Association, Inc., and that they signed the foregoing, and that the statements contained therein are true and correct.

In witness whereof, I have set my hand and seal this 17 day of July, 2009.



Roxana Jorgensen
Notary Public