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***ARTICLES OF INCORPORATION***

***OF***

***THE SUMMIT AT SKI LAKE***

***GATED COMMUNITY ASSOCIATION***

20-070-0001 TO 0011

20-071-0001, 0002.

E#1700390 BK2067 PG1221  
DOUG CROFTS, WEBER COUNTY RECORDER  
14-APR-00 355PM FEE \$ 39.00 DEP JPM  
REC FOR: SKI LAKE CORP

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**THE SUMMIT AT SKI LAKE GATED COMMUNITY ASSOCIATION**

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**ARTICLES OF INCORPORATION**  
**OF**  
**THE SUMMIT AT SKI LAKE**  
**GATED COMMUNITY ASSOCIATION**

**FILED**  
MAR 23 2000  
Utah Div. Of Corp. & Comm. Code

\*\*\*\*\*

**KNOW ALL PERSONS BY THESE PRESENTS:**

That we, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a non-profit corporation under the laws of the State of Utah and to that end, do hereby adopt Articles of Incorporation as follows:

**ARTICLE I**

**Name**

The name of the corporation is **THE SUMMIT AT SKI LAKE GATED COMMUNITY ASSOCIATION.**

**ARTICLE II**

**Duration**

The period of duration of this corporation is perpetual.

**ARTICLE III**

**Purposes**

The purposes for which the corporation is organized are to own, operate and maintain

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Common Area properties and facilities, (Common Area) consisting of private roads, gates and property and facilities thereunto appertaining in Weber County, State of Utah, for the use and benefit of the property in The Summit at Ski Lake Gated Community and as expanded (Properties).

The Association shall have the power to enforce the provisions of the Declaration of restrictive covenants relating to the Properties prepared and recorded by Ski Lake Corporation, a Utah corporation, Declarant. The Association shall have and exercise any and all powers, rights and privileges, including delegation of powers as permitted by law, which a corporation organized under the Utah Non-Profit Corporation and Cooperative Association Act by law may now or hereafter have or exercise.

#### ***ARTICLE IV***

##### ***Non-Profit***

The Association is organized pursuant to the Utah Non-Profit Corporation and Cooperative Association Act as a non-profit corporation.

#### ***ARTICLE V***

##### ***Principal Office***

The initial principal office for the transaction of the business of the Association is located in Weber County, State of Utah, at the following street address: 932 Ski Lake Drive, Huntsville, UT 84317.

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#### ***ARTICLE VI***

##### ***Membership and Voting Rights***

Every Owner shall be deemed to have a membership in the Association.

No Owner, whether one (1) or more Persons, shall have more than one (1) membership per Lot owned. In the event the Owner of a Lot is more than one (1) Person, votes and rights of use and enjoyment shall be as provided herein. The rights and privileges of membership may be exercised by a Member or the Member's spouse, subject to the provisions of this Article and the Bylaws. The membership rights of a Lot owned by a corporation, partnership, or other legal entity shall be exercised by the individual designated from time to time by the Owner in a written instrument provided to the Secretary, subject to the provisions of this Article and the Bylaws.

The Association shall have two (2) classes of membership, Class "A" and Class "B", as follows:

(a) Class "A". Class "A" Members shall be all Owners with the exception of Class "B" Members, if any.

Class "A" Members shall be entitled to one (1) equal vote for each Lot in which they hold the interest required for membership. There shall be only one (1) vote per Lot.

In any situation where a Member is entitled personally to exercise the vote for his Lot and more than one (1) Person holds the interest in such Lot required for membership, the vote for such Lot shall be exercised as those Persons determine among themselves and advise the Secretary of the Association, in writing, prior to any meeting. In the absence of such advice, the Lot's vote shall be suspended if more than one (1) Person seeks to exercise it.

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(b) Class "B". The Class "B" Member shall be Declarant. The Class "B" Member shall have two (2) votes for each Class A member vote and shall be entitled to appoint a majority of the members of the Board of Trustees during the Class "B" Control Period.

The Class "B" Member Control Period is until the first to occur of the following:

- (i) When fifty percent (50%) of the Lots permitted by the Preliminary Plan for the property described at paragraph A of the Recitals and at Article XXI, Expansion, of the Declaration have certificates of occupancy issued thereon and have been conveyed to Persons other than Declarant or builders holding title solely for purposes of development and sale;
- (ii) March 1, 2007; or
- (iii) When, at its discretion, the Class "B" Member so determines.

***ARTICLE VII***

***Trustees***

The number of Trustees of the Association shall be three (3). The names and addresses of the persons who are appointed to act as the first Trustees of this corporation and to continue to act as such Trustees until the election and qualification of their successors are as follows:

<u><b>NAME</b></u>	<u><b>ADDRESS</b></u>
Ronald J. Catanzaro	932 Ski Lake Drive Huntsville, UT 84317
Lisa Catanzaro	932 Ski Lake Drive Huntsville, UT 84317
Jeff Catanzaro	932 Ski Lake Drive Huntsville, UT 84317

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**ARTICLE VIII**

***Incorporators***

The incorporators of this corporation are as follows:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Ronald J. Catanzaro	932 Ski Lake Drive Huntsville, UT 84317
Lisa Catanzaro	932 Ski Lake Drive Huntsville, UT 84317
Jeff Catanzaro	932 Ski Lake Drive Huntsville, UT 84317

**ARTICLE IX**

***Registered Agent***

The name and street address of the Registered Agent is as follows:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Ronald J. Catanzaro	932 Ski Lake Drive Huntsville, UT 84317

**ARTICLE X**

***Amendment***

Amendment to these Articles of Incorporation shall require the vote or written consent of the Owners representing at least a majority of the voting power of the Association, and shall be subject to the requirements of the Declaration.

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**ARTICLE XI**

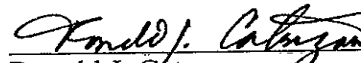
***Dissolution***

The Association may be dissolved with the vote or written consent of the membership representing at least a majority of the voting power of the Association, subject to the requirements of the Declaration.

The Association is one which does not contemplate pecuniary gain or profit to the Members thereof, and it is organized solely for non-profit purposes. Upon the winding up and dissolution of the Association, after paying or adequately providing for the debts and obligations of the Association, the remaining assets shall be distributed to an appropriate public agency to be used for purposes similar to those for which the Association was created. In the event such dedication is refused acceptance, such assets shall be disposed of in such manner as may be directed by decree of the Court of Weber County, State of Utah, upon petition therefor by any person concerned in the liquidation.

**IN WITNESS WHEREOF**, the undersigned, constituting the Incorporators and Registered Agent of this Association, have executed these Articles of Incorporation this 23<sup>RD</sup> day of MARCH, 2000.

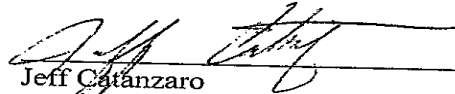
**INCORPORATORS:**

  
\_\_\_\_\_  
Ronald J. Catanzaro

  
\_\_\_\_\_  
Lisa Catanzaro

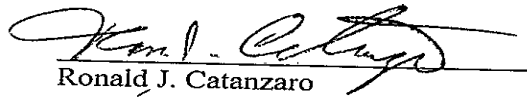
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Jeff Catanzaro

I hereby accept appointment as Registered Agent for the Association.

**REGISTERED AGENT:**

  
Ronald J. Catanzaro

STATE OF UTAH            )  
                                  :SS.  
COUNTY OF WEBER        )

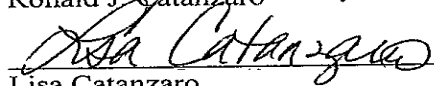
RONALD J. CATANZARO, LISA CATANZARO and JEFF CATANZARO, being first duly sworn upon oath, deposes and say: that they are the incorporators of ***THE SUMMIT AT SKI LAKE GATED COMMUNITY ASSOCIATION***; that they have read the foregoing ***ARTICLES OF INCORPORATION OF THE SUMMIT AT SKI LAKE GATED COMMUNITY ASSOCIATION***; that they know the contents thereof and that the same is true according to their best knowledge, information and belief.

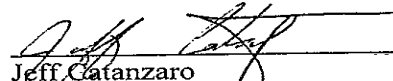
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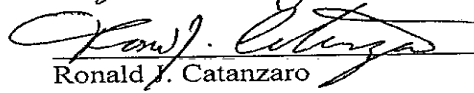
RONALD J. CATANZARO, being first duly sworn, deposes and says that he accepts the

position of the Registered Agent for the Association.

  
\_\_\_\_\_  
Ronald J. Catanzaro

  
\_\_\_\_\_  
Lisa Catanzaro

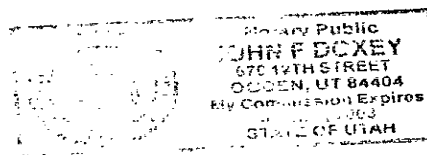
  
\_\_\_\_\_  
Jeff Catanzaro

  
\_\_\_\_\_  
Ronald J. Catanzaro  
Registered Agent

ACKNOWLEDGED BEFORE ME this 23<sup>rd</sup> day of MARCH

2000.

  
\_\_\_\_\_  
NOTARY PUBLIC



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