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EH 2225096 PG 1 OF 10  
DOUG CROFTS, WEBER COUNTY RECORDER  
29-NOV-06 1238 PM FEE \$165.00 DEP SGC  
REC FOR: BRIARWOOD COND HOA INC

**AMENDMENT  
TO THE  
COVENANTS, CONDITIONS & RESTRICTIONS  
OF  
BRIARWOOD CONDOMINIUM**

This amendment is made and executed on the date shown below by the Briarwood Condominium Management Committee after having been voted upon and approved by the Owners at Briarwood Condominium.

**RECITALS**

WHEREAS, Briarwood Condominium was created by Declaration of Condominium of Briarwood Condominium ("Enabling Declaration"), recorded in the records of Weber County, Utah, on January 26, 1973, in Book 1015, beginning on page 150; and

WHEREAS, the property that is the subject of this Amended Declaration is situated in and upon that certain real property located in Weber 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 Briarwood Condominium, as recorded in the office of the County Recorder for Weber County, State of Utah. There are 138 units at Briarwood Condominium.

WHEREAS, The unit owners in Briarwood are desirous to create the Briarwood 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 Briarwood Condominiums 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 Bylaws of the Association. The Association Bylaws are incorporated herein by reference as they are currently set forth in the Enabling Declaration and any amendments thereto.

NOW THEREFORE, To accomplish the unit owners' objectives, the following amendment is adopted creating the Briarwood Condominium Homeowners Association, Inc., a Utah non-profit corporation. If there is any conflict between this Amendment to Declaration and Bylaws and the original Declaration and Bylaws, this document shall control.

This amendment shall become effective upon recording. The Briarwood Condominium Declaration and Bylaws are hereby amended as follows:

**AMENDMENT**

**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 Briarwood Condominium Homeowners Association, Inc. ("Association"), by filing with the State of Utah the 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 Briarwood and governing the affairs of Briarwood in accordance with the provisions of the Enabling Declaration, any Amendment to the Enabling Declaration, the Articles of Incorporation and the Bylaws.
- 1.2 By voting to approve this Amended Declaration, the lot owners hereby agree to adopt the following documents:
- a. this Amended Declaration;
  - b. the Articles of Incorporation (Exhibit "B" attached hereto);
  - c. and the Bylaws of the Association herein referenced.

as the governing documents of Briarwood Condominium Homeowners Association, Inc., which documents shall constitute equitable servitudes that shall run with the real property described in Exhibit "A".

**CERTIFICATION**

It is hereby certified that at a majority of the percentage interest of the unit owners in person or represented by proxy at a meeting of the Association at which a quorum was present voted in favor of this amendment (79 votes in favor and 3 votes opposed) a required pursuant to the amendment to the Briarwood Declaration as recorded in Book 1366, Page 217, at the Weber County Records Office .

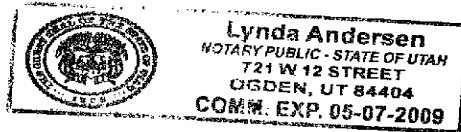
IN WITNESS WHEREOF, this 29 day of November, 2006.

By  \_\_\_\_\_  
President

STATE OF UTAH            )  
                                  :ss.  
COUNTY OF WEBER        )

On this 29 day of November, 2006, personally appeared before me Jeff Lasater, who, being by me duly sworn, did say that he is President of the Briarwood Condominium Management Committee and that the within and foregoing instrument was signed in behalf of said Management Committee and he duly acknowledged to me he executed the same.

*Lynda Andersen*  
Notary Public



**EXHIBIT "A"**

**Legal Description of Units**

The following units in the buildings indicated, in Briarwood Condominium, Ogden City, Weber County, Utah

<b>Building</b>	<b>Units</b>	<b>Tax I.D. #</b>
A	1 through 8	13-142-0001 through 0008
B	9 through 12	13-142-0009 through 0012
C	13 through 16	13-142-0013 through 0016
D	17 through 24	13-142-0017 through 0024
E	25 through 28	13-142-0025 through 0028
F	29 through 36	13-142-0029 through 0036
G	37 through 44	13-142-0037 through 0044
H	45 through 52	13-142-0045 through 0046 13-143-0001 through 0006
I	53 through 60	13-143-0007 through 0014
J	61 through 64	13-143-0015 through 0018
K	65 through 72	13-143-0019 through 0026
L	73 through 80	13-143-0027 through 0034
M	81 through 88	13-143-0035 through 0042
N	89 through 96	13-143-0043 through 0046 13-144-0001 through 0004
O	97 through 102	13-144-0005 through 0010
P	103 through 108	13-144-0011 through 0016

Q	109 through 112	13-144-0017 through 0020	<i>SC</i>	<i>SC</i>
R	113 through 116	13-144-0021 through 0024	<i>SC</i>	<i>SC</i>
S	117 through 120	13-144-0025 through 0028	<i>SC</i>	<i>SC</i>
T	121 through 126	13-144-0029 through 0034	<i>SC</i>	<i>SC</i>
U	127 through 132	13-144-0035 through 0040	<i>SC</i>	<i>SC</i>
V	133 through 138	13-144-0041 through 0046	<i>SC</i>	<i>SC</i>

# Exhibit B

EN 2225096 PG 6 OF 10

## ARTICLES OF INCORPORATION

FOR

### BRIARWOOD 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 Non-Profit Corporation and Cooperative Association Act, adopt the following Articles of Incorporation:

**Name.** The name of the Corporation is BRIARWOOD 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 Briarwood Condominium Homeowners Association located in Weber County, Utah, and to enforce the Covenants, Conditions and Restrictions as set forth in the Declaration of Covenants, Conditions and Restrictions, and to provide the other services and perform all of the other functions set forth in the Declarations of Covenants, Conditions and Restrictions and 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 the Corporation shall be the owners of Units in all of Briarwood Condominium, located in Weber County, Utah. Membership is appurtenant to the Unit, and shall pass automatically to the owner of that Unit upon conveyance of title. There shall be issued 138 shares 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 Briarwood Condominium Homeowners Association Declaration and By-Laws.
  - 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 138 shares of Class A stock.

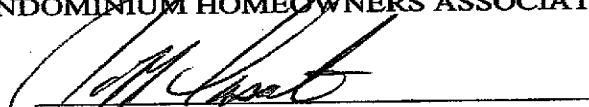
2. Class A shares shall have unlimited voting rights.
3. The owners of Class A shares shall be entitled to receive the net assets of the Corporation upon dissolution.

**Registered Agent.** The registered agent for the Corporation is:

Jeff Lasater  
 1320 Millcreek  
 Ogden, Utah 84404

**Acceptance of Appointment**

I, Jeff Lasater, hereby accept the appointment as the registered agent for BRIARWOOD CONDOMINIUM HOMEOWNERS ASSOCIATION, Inc.



\_\_\_\_\_  
 Jeff Lasater

**Bylaws.** The Association has adopted bylaws in accordance with the Enabling Declaration for Briarwood Condominium, which Enabling Declaration was recorded in the records of Weber County, Utah, on January 26, 1973, in Book 1015, beginning on page 150. The Corporation hereby adopts the bylaws by reference as found in the Enabling Declaration of Briarwood. 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, 1320 Millcreek, Ogden, UT 84404. 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. 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)(3) of the Internal Revenue Code, as amended or 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.

**Dissolution.** Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended or 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 purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**Board of Directors.** There will initially be five Directors of the Corporation, provided, however, the Board of Directors may consist of a minimum of five Directors as determined by the members in a duly called meeting. The initial Board of Directors, who will serve until the election of officers and Directors at the first annual member's meeting, are:

<u>Name</u>	<u>Address</u>
Jeff Lasater	1300 Lori Lane #1 Ogden, Utah 84404
Marvin Hamilton	1297 Lori Lane #1 Ogden, Utah 84404
Theron Palmer	1297 Lori Lane #7 Ogden, Utah 84404
Jessie Swenson	1345 Lori Lane #3 Ogden, Utah 84404
Vicki Nelson	1332 Millcreek #3 Ogden, Utah 84404

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

**Officers.** The initial officers of the corporation are:

President	Jeff Lasater
Vice President	Marvin Hamilton
Secretary	Theron Palmer
Treasurer	Jessie Swenson



**Annual Meeting.** The annual meeting of the members shall be held in June 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 two (2) year term to serve until their successors shall be elected and shall qualify. Only current members of Units owned in the Association shall be elected Directors according to the percentage as required by law.

**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:

Jeff Lasater  
1300 Lorl Lane #1  
Ogden, Utah 84404

Marvin Hamilton  
1297 Lorl Lane #1  
Ogden, Utah 84404

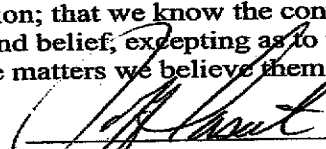
Theron Palmer  
1297 Lorl Lane #7  
Ogden, Utah 84404

Jessie Swenson  
1345 Lorl Lane #3  
Ogden, Utah 84404

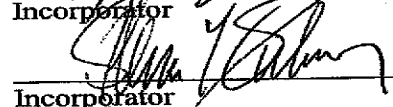
Vicki Nelson  
1332 Millcreek #3  
Ogden, Utah 84404

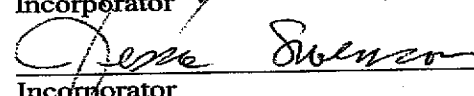
**Amendment.** These Articles of Incorporation may be amended from time to time as authorized by the Enabling Declaration and as permitted by law.

In Witness Whereof, we, Jeff Lasater, Marvin Hamilton, Theron Palmer, Jessie Swenson, and Vicki Nelson, have executed these Articles of Incorporation in duplicate this 29 day of November, 2006, 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.

  
\_\_\_\_\_  
Incorporator

  
\_\_\_\_\_  
Incorporator

  
\_\_\_\_\_  
Incorporator

  
\_\_\_\_\_  
Incorporator

Vicki Nelson  
Incorporator

State of Utah                    )  
  : ss  
County of Weber                )

On the 29 day November, 2006, the foregoing instrument was acknowledged and verified before me by Jeff Lasater, Marvin Hamilton, Theron Palmer, Jessie Swenson, and Vicki Nelson, who personally appeared before me, and being by me duly sworn declare under penalty of perjury that they are the incorporators of BRIARWOOD 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 29 day of November, 2006.

Lynda Andersen  
Notary Public

