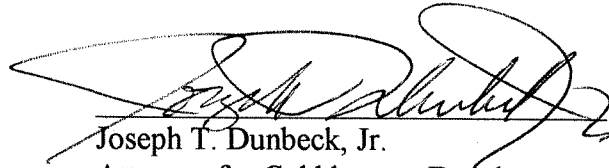


Ent. 257342 Bk. 0621 Pg. 0720-0728  
ELIZABETH M PALMIER, Recorder  
WASATCH COUNTY CORPORATION  
2003 MAY 1 4:24pm Fee 53.00 PAS  
FOR DUNBECK JOSEPH T JR

### NOTICE OF FILING

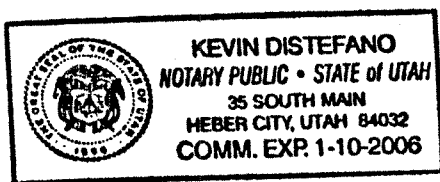
Notice is hereby given that the attached Articles of Incorporation of the Cobblestone Community Home Owner's Association have been duly filed with the Utah State Division of Corporations in connection with the property described in Exhibit A.


Dated this 1<sup>st</sup> day of May, 2003

  
Joseph T. Dunbeck, Jr.  
Attorney for Cobblestone Development

STATE OF UTAH            )  
  ) ss.  
COUNTY OF WASATCH    )

On this 1<sup>st</sup> day of May, 2003, before me appeared Joseph T. Dunbeck, Jr. who acknowledged to me that he is the person who has executed the foregoing document and that the information contained therein is true to the best of his information and belief.



  
\_\_\_\_\_  
Notary

## EXHIBIT A

The real property subject to this Declaration is all of Lots 47 through 74 of the Cobblestone Subdivision and common areas, according to the official Plat thereof on file and of record in the office of the Wasatch County Recorder and more particularly described on Attachment 1.

### Parcel Nos.

OCJ-1047-0-004-045  
OCJ-1048-0-004-045  
OCJ-1049-0-004-045  
OCJ-1050-0-004-045  
OCJ-1051-0-004-045  
OCJ-1052-0-004-045  
OCJ-1053-0-004-045  
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OCJ-1066-0-004-045  
OCJ-1067-0-004-045  
OCJ-1068-0-004-045  
OCJ-1069-0-004-045  
OCJ-1070-0-004-045  
OCJ-1071-0-004-045  
OCJ-1072-0-004-045  
OCJ-1073-0-004-045  
OCJ-1074-0-004-045

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## Attachment 1

### Cobblestone Subdivision Phase 1 Legal Description

A parcel of land situate in the Southwest Quarter and Southeast Quarter of Section 4, Township 4 South, Range 5 East, Salt Lake Base and Meridian, for which the Basis of Bearing is South 89 Degrees 51 Minutes 12 Seconds West 2641.39 feet between the found 4" Wasatch County Land Survey Brass Caps monumentalizing the South line of the Southeast Quarter of said Section 4 as shown on this map, comprising 16.32 acres of land described in the above Survey Legal Description, also known as Cobblestone Subdivision; being more particularly described as follows:

Beginning at a point being North 37.59 feet and East 16.31 feet from the South one quarter corner of Section 4, Township 4 South, Range 5 East, Salt Lake Base and Meridian as monumentalized by a found Wasatch County Land Survey 4" Brass Cap monument set in concrete in valve box in 1200 South Road and stamped with the date of 3-27-2001, said point accepted as a point in the Northerly Right of Way line of 1200 South as shown on the Record of Survey map of Cobblestone Subdivision for dedication to Wasatch County on the Cobblestone Subdivision Plat Map; THENCE South 89 Degrees 54 Minutes 38 Seconds East a distance of 102.19 feet to the true point of beginning of this description and running;

THENCE North 00 Degrees 04 Minutes 43 Seconds West a distance of 382.38 feet to a point on a curve to the left, concave Southwesterly and having a radius of 530.00 feet. The radius point of said curve bears South 89 Degrees 55 Minutes 17 Seconds West.

THENCE along the arc of said curve an arc length of 333.30 feet through a central angle of 36 Degrees 01 Minutes 52 Seconds. The chord of said curve bears North 18 Degrees 05 Minutes 39 Seconds West a distance of 327.83 feet.

THENCE South 82 Degrees 02 Minutes 22 Seconds East a distance of 420.34 feet

THENCE South 56 Degrees 19 Minutes 25 Seconds East a distance of 197.45 feet to a point on a curve to the left, concave Northerly and having a radius of 250.00 feet. The radius point of said curve bears North 33 Degrees 40 Minutes 35 Seconds East.

THENCE along the arc of said curve an arc length of 190.26 feet through a central angle of 43 Degrees 36 Minutes 13 Seconds. The chord of said curve bears South 78 Degrees 07 Minutes 32 Seconds East a distance of 185.70 feet.

THENCE North 80 Degrees 04 Minutes 22 Seconds East a distance of 246.26 feet to a point on a curve to the right, concave Southerly and having a radius of 100.00 feet. The radius point of said curve bears South 09 Degrees 55 Minutes 38 Seconds East.

THENCE along the arc of said curve an arc length of 19.24 feet through a central angle of 11 Degrees 01 Minutes 16 Seconds. The chord of said curve bears North 85 Degrees 35 Minutes 00 Seconds East a distance of 19.21 feet.

THENCE South 88 Degrees 54 Minutes 22 Seconds East a distance of 71.61 feet to a point on a curve to the right, concave Westerly and having a radius of 470.00 feet. The radius point of said curve bears North 82 Degrees 59 Minutes 52 Seconds West.

THENCE along the arc of said curve an arc length of 51.86 feet through a central angle of 6 Degrees 19 Minutes 18 Seconds. The chord of said curve bears South 10 Degrees 09 Minutes 47 Seconds West a distance of 51.83 feet.

THENCE South 76 Degrees 40 Minutes 34 Seconds East a distance of 60.00 feet

THENCE South 13 Degrees 19 Minutes 26 Seconds West a distance of 58.20 feet

THENCE South 86 Degrees 54 Minutes 13 Seconds East a distance of 127.76 feet to a point on a curve to the left, concave Westerly and having a radius of 500.00 feet. The radius point of said curve bears North 83 Degrees 33 Minutes 26 Seconds West.

THENCE along the arc of said curve an arc length of 58.49 feet through a central angle of 6 Degrees 42 Minutes 10 Seconds. The chord of said curve bears North 03 Degrees 05 Minutes 30 Seconds East a distance of 58.46 feet.

THENCE North 00 Degrees 15 Minutes 35 Seconds West a distance of 884.66 feet.

THENCE North 89 Degrees 56 Minutes 34 Seconds East a distance of 50.01 feet.

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**ARTICLES OF INCORPORATION**  
**OF**  
**COBBLESTONE COMMUNITY HOME OWNER'S ASSOCIATION, INCORPORATED**  
**(A Utah Non-Profit Corporation)**

**ARTICLE I.**  
**[Name]**

The name of the corporation is Cobblestone Community Home Owner's Association, Incorporated ("Association").

**ARTICLE II.**  
**[Duration]**

The duration of this corporation shall be perpetual unless dissolved sooner according to law.

**ARTICLE III.**  
**[Purpose]**

This Association is organized and formed as a nonprofit corporation for the purpose of functioning as the Home Owner's Association for the Cobblestone Subdivision in Wasatch County and subject to the restrictions and limitations set forth in the Articles of Incorporation, Bylaws, Declaration of Covenants, Conditions and Restrictions of Cobblestone, and the Development Agreement recorded at Book 600, 704-41 in the Wasatch County Recorder. In addition, the Association may engage in any and all lawful activities, and may pursue such purposes as from time to time determined by the Board of Directors and as allowed by the Utah Revised Nonprofit Corporation Act, Title 16, Chapter 6a of the Utah Code (the "Act").

**RECEIVED**

APR 28 2003

Utah State Tax Commission  
150 East Center  
Provo, Utah 84606

**E 257342 B 0621 P 0723**

**ARTICLE IV.**  
**[Definitions]**

The Definitions found in the Association's Bylaws shall govern the meaning of terms used in these Articles.

**ARTICLE V.**  
**[Contract Limits]**

Any contract for professional management or any contract providing for the services of the Developer shall have a term of no more than three years and shall be terminable by the Association at any time upon 90 days written notice. Any such contract shall be terminable by the Association without cause and without penalty.

The Association may acquire real, personal and mixed property of all kinds for the use or benefit of all of the Owners and may dispose of such property by sale or otherwise; provided that, after 75% of the Lots in all Phases have been sold, any acquisition or disposition of any real, personal or mixed property that has a value exceeding \$5,000 must be approved by vote of at least 51% of the votes of the Owners present in person or through proxy at a meeting duly called for that purpose.

**ARTICLE VI.**  
**[Members]**

The Association shall have members, but shall not issue shares of stock evidencing membership. Members shall be limited to Owners of Lots within the Cobblestone Subdivision. Memberships shall be appurtenant to and transfer with the Lots. Memberships shall not be

transferable separate from the Lot to which the membership is appurtenant. Members shall be entitled to one vote for each lot owned.

**ARTICLE VII.  
[Assessments]**

Members shall be subject to assessments as provided in the Declaration and in the Association's Bylaws.

**ARTICLE VIII.  
[Incorporator]**

Cobblestone Development LLC ("Developer") is the developer of the Cobblestone Subdivision and the incorporator of the Association.

**ARTICLE IX.  
[Dissolution]**

1. In the event of a voluntary or involuntary liquidation, dissolution or winding-up of the affairs of the Association, and after payment of creditors, the members will be entitled to receive all of the remaining assets of the Association of whatever kind available for distribution. The Association shall distribute such assets to the members in proportion to the number of lots each member owns.

2. In the event of a voluntary or involuntary liquidation, dissolution or winding-up of the Association, and after payment of creditors, the Board of Directors may distribute in kind to the members the remaining assets of the Association or may sell, transfer or otherwise dispose of all or any part of such remaining assets to any individual, corporation, trust or other entity and receive payment for that in cash, shares or obligations of such individual, corporation, trust or other entity,

or any combination, and may sell all or any part of the consideration so received and distribute any balance in kind to the members.

**ARTICLE X.  
[Governance]**

The affairs of the Corporation shall be managed by its Board of Directors.

**ARTICLE XI.  
[Board of Directors]**

1. The Board of Directors shall consist of three Directors.
2. The Board of Directors shall be responsible for the operation and governance of the Association.
3. Developer, its successor or assigns, shall have the exclusive right to appoint and remove all Directors until 75% of the Lots in all Phases have been sold. After 75% of the Lots in all Phases have been sold, the Owners shall elect the Board of Directors as provided in the Association's Bylaws, and Utah Revised Nonprofit Corporation Act.

**ARTICLE XII.  
[Limitation of Liability]**

1. The Association's Members, Directors, and Officers shall not be individually or personally liable for any debts or obligations of this Association.
2. Pursuant to Section 16-26a-823 of the Act, the Association hereby eliminates a Director's liability to the Association or to its members for monetary damages for any action taken or any failure to take any action as a Director except for (i) the amount of a financial benefit received by a Director to which the director is not entitled, (ii) an intentional infliction of harm on the

Association or members, (iii) an intentional violation of criminal law; or (iv) a violation of Section 16-6a-824.

**ARTICLE XIII.  
[Indemnification]**

This Association shall indemnify its Officers and Directors to the fullest extent permitted by law as provided in the Association's Bylaws.

**ARTICLE XIV.  
[Office & Agent]**

The address of the Association's initial registered office is 175 North Main Street, Suite 102, Heber City, Utah 64032. The Association appoints as its registered agent at such address Joseph T. Dunbeck, Jr. The Association's registered office shall also serve as its designated office.

**ARTICLE XV.  
[Amendments]**

Until 75% of the Lots in all Phases have been sold, these Articles may be amended only by a written document signed by the Developer or its successors or assigns and duly recorded in the Office of the Wasatch County Recorder. After that date, the Declaration may be amended by an affirmative vote of a majority of the votes of the members.

**ARTICLE XVI.  
[Conflicts]**

In the event of a conflict between these Articles and the Declaration, the Declaration shall control.

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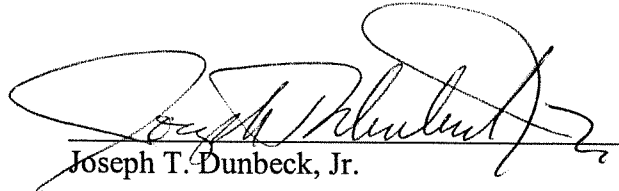


ACKNOWLEDGMENT OF REGISTERED AGENT

The undersigned hereby acknowledges his appointment as registered agent in the above and foregoing Articles of Incorporation of Cobblestone Community Home Owner's Association, Incorporated.


Dated this 28<sup>th</sup> day of April, 2003.

REGISTERED AGENT:

  
Joseph T. Dunbeck, Jr.

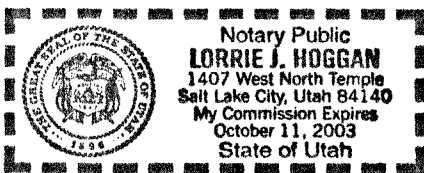
Dated this 24<sup>th</sup> day of April, 2003.

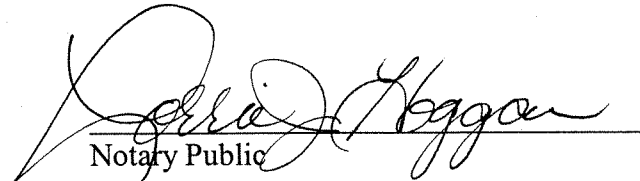
COBBLESTONE DEVELOPMENT, L.L.C.  
390 North Main  
Heber City, Utah

By:   
Mike Petersen  
Its Manager

STATE OF UTAH                    )  
  :SS  
COUNTY OF WASATCH        )

The foregoing instrument was acknowledged before me this 24<sup>th</sup> day of April, 2003, by Mike Petersen, the Manager of Cobblestone Development, L.L.C. Mike Petersen stated that the foregoing instrument was signed on behalf of Cobblestone Development, L.L.C. by authority of its by-laws or operating agreements or pursuant to a resolution of its board of directors or consent of its members.



  
Notary Public

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