

ENT 72373 BK 3268 PG 715
NINA B REID UTAH CO RECORDER BY MB
1993 OCT 14 10:38 AM FEE 42.00
RECORDED FOR PATTERSON CONSTRUCTION

ARTICLES OF INCORPORATION

OF

MAPLE CREST CONDOMINIUMS HOMEOWNERS ASSOCIATION

In compliance with the requirements of Title 16, Chapter 6, Utah Code Annotated, 1953, as amended, the undersigned, all of whom are natural persons of the age of twenty-one (21) years or older, acting as incorporators of a corporation under the Utah Nonprofit Corporation and Cooperative Association Act, adopt and certify the following Articles of Incorporation for such corporation.

ARTICLE I

NAME

The name of the corporation is MAPLE CREST CONDOMINIUMS, hereinafter called "Association."

ARTICLE II

PRINCIPAL OFFICE

The principal office of the Association is located at 166 West 1220 North, American Fork, Utah 84003.

ARTICLE III

REGISTERED AGENT

JAMES PATTERSON whose address is 1216 North 80 East, American Fork, Utah 84003, is hereby appointed the initial registered agent of this Association.

ARTICLE IV

PURPOSES AND POWERS OF THE ASSOCIATION

The Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence lots and Common Area within that certain tract of property described as:

Commencing at the intersection of a fence line with the North boundary of Main Street, American Fork, Utah, said point being located S 89°27'24" E along the North boundary of Main Street 1222.86' from the SE corner, Block 15, Plat "A", American Fork City Survey of Building

Lots; also being N 89°45'02" W along section line 326.70' & South 131.50' from the N 1/4 COR. of SEC. 24, T5S, R1E, SLB&M; thence North 278.41'; thence S 89°45'14" E 296.41' along a fence line; thence S 00°33'54" W 169.94'; along West boundary of 600 East Street; thence N 89°27'24" W 85.00'; thence S 00°33'54" W 110.00'; thence N 89°27'24" W 208.66' along North boundary of Main Street to the point of beginning.

and to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of the Association for this purpose to:

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of the Utah County Recorder's, Utah County, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth as length;

(b) fine, levy, collect and enforce payment by any lawful means, all charges or easements pursuant to the terms of the Declaration, to pay all expenses in conjunction therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association.

(c) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer for public use or otherwise dispose of real or personal property in connection with the affairs of the Association.

(d) borrow money, and with the assent of two-thirds (2/3) of each class of members mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.

(e) delegate, sell or transfer all or any part of the Common Area to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed t by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer.

(f) participate in mergers and consolidation with other non-profit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any

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merger consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members.

(g) have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Utah by law may now or hereafter have or exercise.

ARTICLE V

MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

ARTICLE VI

VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners, with the exception of the Declarant, and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in an Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B member(s) shall be the Declarant (as described in the Declaration) and shall be entitled to two (2) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

(a) when the total votes outstanding in the Class A membership equals the total votes outstanding in the Class B membership, or

(b) on July 1, 1995.

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ARTICLE VII

BOARD OF TRUSTEES

The affairs of this Association shall be managed by a Board of three (3) Trustees, who need not be members of the Association. The number of trustees may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of initial trustees until the selection of their successors are:

NAME	ADDRESS
JAMES PATTERSON	1216 North 80 East American Fork, UT 84003
MARGARET PATTERSON	196 West Center Alpine, UT 84004
WAYNE PATTERSON	252 N. Meadowbrook Drive Alpine, UT 84004

At the first annual meeting of the Association the members shall elect one trustee for a term of one year, one trustee for a term of two years, and one trustee for a term of three years, and at each annual meeting thereafter the members shall elect a trustee for a term of three years.

ARTICLE VIII

INCORPORATOR

Incorporator: The name and address of the incorporator is: JAMES PATTERSON whose address is 1216 North 80 East, American Fork, Utah 84003.

ARTICLE IX

SERVICE AGENT

JAMES PATTERSON whose address is 1216 North 80 East, American Fork, Utah 84003, is hereby appointed the initial service agent of this Association.

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ARTICLE X

DISSOLUTION

The Association may be dissolved only if the assent is given in writing and signed by not less than two-thirds (2/3) of each class of members and approval of this dissolution is granted by the City Council where the development resides. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed, and assigned to any nonprofit corporation, association, trust, or other organization to be devoted to such similar purposes.

ARTICLE XI

DURATION

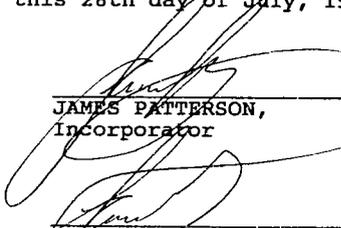
The corporation shall exist perpetually.

ARTICLE XII

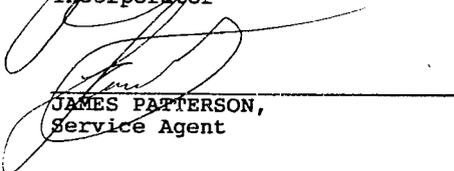
AMENDMENTS

Amendment of these Articles shall require the assent of 75 percent (75%) of the entire membership.

IN WITNESS WHEREOF, I hereunto sign and verify in duplicate these Articles of Incorporation this 28th day of July, 1993.



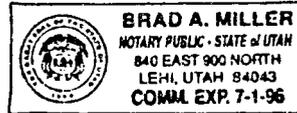
JAMES PATTERSON,
Incorporator



JAMES PATTERSON,
Service Agent

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STATE OF UTAH)
) :ss.
COUNTY OF UTAH)



On the 28th day of July, 1993, personally appeared before me JAMES PATTERSON, the signers of the above instrument, who duly acknowledged to me that he executed the same.

Brad A. Miller
NOTARY PUBLIC