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1990 FEB 16 AM 9:05

# CONSENT

I hereby certify that the foregoing has been filed

and approved on the 16th Day of Feb 1990  
in the office of this Division.

EXAMINER [Signature] Date 2/16/90

ARTICLES OF INCORPORATION

OF

Peter Van Alstyne  
PETER VAN ALSTYNE  
DIVISION DIRECTOR  
SILVER SPRINGS MASTER HOMEOWNER'S ASSOCIATION



We, MICHAEL BARNES, ROBERT V. HAEDT, and LYNN STEVENS, the undersigned adult citizens of the United States, being duly authorized and directed to act as incorporators under the Utah Non-Profit Corporation and Cooperative Association Act, hereby adopt the following Articles of Incorporation for said Silver Springs Master Homeowner's Association.

## ARTICLE I

### CORPORATE NAME

The name by which the corporation shall be known is Silver Springs Master Homeowner's Association (hereinafter "Association").

## ARTICLE II

### DURATION OF CORPORATION

The corporation shall have perpetual existence unless dissolved or terminated according to law.

## ARTICLE III

### CORPORATE PURPOSES

The general purposes and objectives for which this corporation is organized are to provide an organization which can: (1) hold title to, lease and acquire easements or other rights of use with regard to specific parcels of real property which are to be used as common recreational areas for all

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homeowners associations which are members of the Silver Springs Master Homeowner's Association; (2) manage those common recreational areas for the benefit of its members; (3) provide a forum for discussion of economic, development, and other areas of interest common to its members; and (4) exercise such authority as is lawful and appropriate for a non-profit association of homeowners for the common good and benefit of its members and all owners of property within the Silver Springs Subdivision at Snyderville, Utah.

In addition, the corporation is authorized and directed to generate sufficient funds for the maintenance of the common properties by levying fees and assessments against the homeowners and guaranteeing the payment of such by liens, actions at law and such other legal or equitable remedies against the individual properties or the owners thereof.

#### ARTICLE IV

#### MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest, or is a contract purchaser for such interest, in any lot or condominium unit located within any of the following homeowners associations, to wit: Northshore Silver Springs 1-G Subdivision Homeowners Association; Silver Springs Homeowners Association; Silver Springs Townhouse Condominium (Silver Meadows Phase) Homeowners Association; Willow Bend West Homeowners Association; Meadow Springs Homeowners Association; Quail Meadows Homeowners Association; Meadow Wild Homeowners

Association; Silver Springs Townhouse (Willow Bend East) Homeowners Association (hereinafter collectively referred to as the "Member Associations") shall be a member of the association. Any homeowner association or similar entity representing the interests of owners of property within the Silver Springs Subdivision which is subsequently formed shall be entitled to membership in the Association, upon consent to be bound by the authority of the Association, its Bylaws, and duly enacted rules and regulations.

#### ARTICLE V

##### SHARES

The corporation shall be authorized to issue that number of shares which corresponds with the number of Member Associations and, for purposes of entitling the existing Member Associations, hereby authorizes the issuance of eight shares, to be supplemented in number upon the addition of any subsequent homeowner entity to the Association.

#### ARTICLE VI

##### BOARD OF TRUSTEES

The Board of Trustees shall consist of that number of members as the number of Member Associations. The initial Board of Trustees shall consist of eight members. Standing members of the Board of Trustees shall be the President of each of the Member Associations, or such President's designee. Until all such individuals agree to appointment to the Board, the Board shall consist of three Trustees. The names and addresses of



persons who are to serve as Trustees until the first annual meeting of the members of the corporation, or until their successors be elected and qualify, are as follows:

Michael S. Barnes, President  
Northshore Silver Springs 1-G Subdivision  
Homeowners Association  
P.O. Box 1980  
Park City, Utah 84060

Robert V. Haedt, President  
Silver Springs Homeowners Association  
P.O. Box 3323  
Park City, Utah 84060

Lynn Stevens, President  
Willow Bend West Homeowners Association  
4675 North Silver Springs Road  
Park City, Utah 84060

#### ARTICLE VII

##### PRINCIPAL OFFICE

The address of the corporation's principal office is:  
4575 Silver Springs Road, Snyderville, Park City, Utah 84060.  
The name of the corporation's registered agent is: Scott C.  
Welling, Attorney at Law, 312 Main Street, P.O. Box 712, Park  
City, Utah 84060.

#### ARTICLE VIII

##### INCORPORATORS

The names and addresses of the incorporators are as follows:

Michael S. Barnes  
P.O. Box 1980  
Park City, Utah 84060

Robert V. Haedt  
5009 North Silver Springs Road  
Park City, Utah 84060

Lynn Stevens  
4675 North Silver Springs Road  
Park City, Utah 84060

ARTICLE IX

COMPLIANCE WITH THE INTERNAL REVENUE CODE

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, trustees, 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 set forth in Article III hereof. 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 and distribution of statement) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, 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 of 1954 (or the corresponding provision of any future United States Internal Revenue law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law).

ARTICLE X  
DISSOLUTION

Upon the dissolution of the corporation, the Board of Trustees, after paying or making provision for the payment of all liabilities of the corporation, shall dispose of all the assets of the corporation in accordance with the laws of the State of Utah, and the appropriate provisions of the Internal Revenue Code of 1954, as amended.

ARTICLE XI  
AMENDMENT TO ARTICLES

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, or its Bylaws, and all rights and powers conferred herein on members, trustees, and officers are subject to this reserved power.


DATED this 14<sup>th</sup> day of FEBRUARY, 1982<sup>90</sup>.

  
MICHAEL S. BARNES

  
ROBERT V. HAEDT

APPOINTMENT AS REGISTERED  
AGENT NOTED AND ACCEPTED

  
Scott C. Welling, Esq.

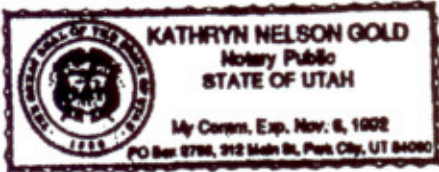
  
LYNN STEVENS



STATE OF UTAH )  
 : ss.  
County of Summit )

I, the undersigned, a Notary Public, hereby certify that MICHAEL S. BARNES personally appeared before me and being duly sworn by me declared that he is the person who signed the foregoing document as incorporator and that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 14<sup>th</sup> day of February, 1990.



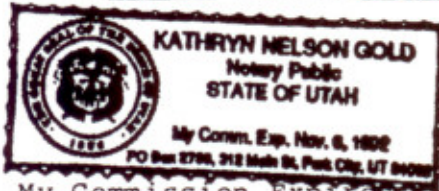
Kathryn Nelson Gold  
NOTARY PUBLIC  
Residing at Park City, Utah

My Commission Expires:  
11-6-92

STATE OF UTAH )  
 : ss.  
County of Summit )

I, the undersigned, a Notary Public, hereby certify that ROBERT V. HAEDT personally appeared before me and being duly sworn by me declared that he is the person who signed the foregoing document as incorporator and that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 12 day of JANUARY, 1990.



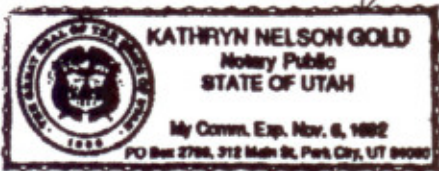
Kathryn Nelson Gold  
NOTARY PUBLIC  
Residing at Park City, Utah

My Commission Expires:  
11-6-92

STATE OF UTAH        )  
                                  : ss.  
County of Summit )

I, the undersigned, a Notary Public, hereby certify that LYNN STEVENS personally appeared before me and being duly sworn by me declared that he is the person who signed the foregoing document as incorporator and that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 12<sup>th</sup> day of January, 1990.



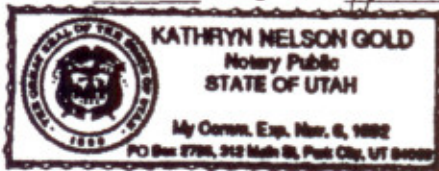
Kathryn Nelson Gold  
NOTARY PUBLIC  
Residing at Park City, Utah

My Commission Expires:  
11-6-92

STATE OF UTAH        )  
                                  : ss.  
County of Summit )

I, the undersigned, a Notary Public, hereby certify that SCOTT C. WELLING personally appeared before me and being duly sworn by me declared that he is the person who signed the foregoing document as registered agent.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 12<sup>th</sup> day of January, 1990.



Kathryn Nelson Gold  
NOTARY PUBLIC  
Residing at Park City, Utah

My Commission Expires:  
11-6-92



# CONSENT

SILVER SPRINGS HOMEOWNERS ASSOCIATION  
P.O. Box 3323  
Park City, Utah 84060

1990 FEB 16 AM 9:05

State of Utah  
Department of Business Regulation  
Corporations Division - Name Registration  
160 East 300 South  
Salt Lake City, Utah 84111

Re: use of the name "Silver Springs Master  
Homeowners Association"

Dear Sir or Madame:

On behalf of the Silver Springs Homeowners Association, a non-profit corporation incorporated on or about October 3, 1979, with principal office located at Snyderville (Park City), Summit County, Utah, consent and authorization is hereby given for the use of the name "Silver Springs Master Homeowners Association" by the various homeowner associations located in the Silver Springs Subdivision, which group has made request of our organization that they be allowed to use and register that name. The undersigned association has no objection to the use of that requested name, and this letter shall serve as authorization for that group to so register that name.

DATED this 12 day of January, 1990.

SILVER SPRINGS HOMEOWNERS ASSOCIATION CO# 083813

By: Robert V. Haedt

Its: PRESIDENT

312 Main Street  
P.O. Box 712  
Park City, Utah 84060

SCOTT C. WELLING  
Attorney At Law

(801) 649-8406

FAX # (801) 649-8412

February 15, 1990

Division of Corporations  
Utah State Department of Commerce  
P.O. Box 45801  
Salt Lake City, Utah 84145-0801

Re: incorporation of Silver Springs  
Master Homeowners Association


Dear Sir or Madame:

Please find enclosed the original and one copy of the Articles of Incorporation for the above-referenced non-profit entity, along with payment of the \$50.00 fee.

Also enclosed is a consent form from an existing homeowners association (in the same subdivision) which gives their permission for the use of a name which is similar. The new entity is organized and incorporated for the purpose of administering the common areas within the subdivision on behalf of the seven existing homeowner organizations in Silver Springs Subdivision.

If you have any questions or other instructions, please inform.

Sincerely,



Scott C. Welling

SCW:kng

Enclosures

1990 FEB 16 AM 9:04