

Approved by the Division of Corporations  
and Commercial Code of the Utah State  
Department of State  
2nd Feb 87  
Corporate Documents Examiner BS  
Fees paid \$ 10.00

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ARTICLES OF INCORPORATION  
OF

RASPBERRY PATCH ESTATES HOMEOWNERS' ASSOCIATION, INC.

I, DENNIS F. BULLOCK, a natural person over the age of  
twenty-one (21) years, acting as an incorporator of a non-profit  
corporation under the "Utah Nonprofit Corporation and  
Co-operative Association Act," adopt the following Articles of  
Incorporation for said corporation:

ARTICLE I

NAME - DURATION

The name of this non-profit corporation shall be RASPBERRY  
PATCH ESTATES HOMEOWNERS' ASSOCIATION, INC.

The duration of the corporation shall be perpetual.

ARTICLE II

PURPOSES

This corporation is organized as a non-profit corporation  
for the purpose of providing a legal entity through which the  
members may exercise their rights, duties and obligations as  
owners of the real property in a residential development known as  
Raspberry Patch Estates, situated in Garden City, Rich County,  
State of Utah, together with annexations and additions thereto  
made in accordance with recorded covenants and restrictions  
applicable to said properties. Within the scope of the foregoing  
purpose, the specific pursuits and objects of this corporation  
shall be to promote the community welfare of the said  
development, including, but not restricted to, the management,

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operation, maintenance, upkeep and repair of the streets and parking areas, and common areas within said development, together with the improvements thereon and maintenance of all building exteriors, landscaping and use.

### ARTICLE III

#### MEMBERS

This corporation shall not issue shares of stock evidencing membership therein, but shall have members of one or more classes, as defined and set forth in the by-laws. The qualifications of members of the corporation, the property, voting and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be as set forth in the by-laws.

### ARTICLE IV

#### POWERS

A. Powers in General. Subject to the purposes declared in Article III and any other limitations herein expressed, this corporation shall have the following powers:

(1) To purchase, take, receive, lease, take by gift, devise and bequest, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property, or any interest therein, wherever situated.

(2) To sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets.

(3) To do any and all things which a non-profit corporation may do under the laws of the State of Utah.

B. Powers Relating to Specific Objects and Purposes. This corporation shall have the powers necessary or incidental to the carrying on of its objects and purposes, including, but not restricted to the following: To discharge the intent and desires of its creators in promoting the community welfare of the development known as Raspberry Patch Estates, situated in Garden City, Rich County, State of Utah, including, but not restricted to, the management, operation, maintenance, upkeep and repair of the streets and parking areas, and common areas within said development, together with the improvements thereon and maintenance of all buildings, exteriors, landscaping, and use, and the interpretation and enforcement of applicable recorded covenants and restrictions pertaining to said development.

This corporation shall not carry on, other than as an insubstantial part of its activities, activities which are not in furtherance of one or more of the general or specific purposes set forth in these Articles. Other than reasonable compensation for services performed, the Corporation shall not distribute its income, or pay dividends, to its members, officers, or trustees; and no loans shall be made by the corporation to its trustees or officers.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The address of the initial registered office of the corporation is 399 North Main Street, #306, Logan, Utah 84321. The name of the initial registered agent is DENNIS F. BULLOCK.

ARTICLE VI

GOVERNING BOARD

The affairs of the corporation shall be managed by a Governing Board of Trustees, who need not be members of the corporation.

The number of trustees constituting the initial Governing Board is three (3) and the names and addresses of the persons who are to serve as the initial trustees are:

<u>Name</u>	<u>Address</u>
DENNIS F. BULLOCK	460 Edgehill Drive Providence, Utah 84332
MARTHA J. BULLOCK	460 Edgehill Drive Providence, Utah 84332
CLAIR HUGGINS	P. O. Box 293 Brigham City, Utah 84302

Successor trustees shall be elected and shall have voting power as provided in the by-laws.

ARTICLE VII

INCORPORATOR

The name and address of the incorporator is DENNIS F. BULLOCK, 460 Edgehill Drive, Providence, Utah 84332.

## ARTICLE VIII

### LIMITATION ON LIABILITY OF MEMBERS

The private property of the members of the corporation and the trustees and officers shall not be liable for the obligations of the corporation.

## ARTICLE IX

### BY-LAWS

Provisions for the regulation and management of the internal affairs of the corporation shall be set forth in the by-laws.

## ARTICLE X

### AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended at any time in any manner which is permissible under the laws of the State of Utah; provided, however, that these Articles of Incorporation shall in no event be amended in any manner so as to change this corporation from a non-profit corporation to a corporation organized or operated for pecuniary profit; nor shall the Articles of Incorporation be amended so as to make the purposes of the corporation inconsistent with the purposes as specified in Article II herein.

## ARTICLE XI

### MERGERS AND CONSOLIDATIONS

Subject to the provisions of the recorded covenants and restrictions applicable to the properties described in Article II hereinabove, and to the extent permitted by law, the corporation may participate in mergers and consolidations with other

non-profit corporations organized for the same or substantially similar purposes.

## ARTICLE XII

### MORTGAGES AND OTHER INDEBTEDNESS

The corporation shall have power to mortgage its properties only to the extent authorized under the recorded covenants and restrictions applicable to said properties. The total debts of the corporation, including the principal amount of such mortgages, outstanding at any time, shall not exceed the total of two years' assessments current at that time, provided that authority to exceed said maximum in any particular case may be given by an affirmative vote of two-thirds of the votes of each class of members who are voting in person or by proxy at a meeting duly called for this purpose. Written notice of such meeting shall be mailed to all members at least thirty (30) days in advance and shall set forth the purpose of the meeting.

## ARTICLE XIII

### DEDICATION OF PROPERTIES

The corporation shall have power to dispose of its real properties only as authorized under the recorded covenants and restrictions applicable to said properties.

## ARTICLE XIV

### DISSOLUTION

The corporation may be dissolved only with the assent given in writing and signed by the members entitled to cast two-thirds of the votes from each class of its membership. Written notice

of a proposal to dissolve, setting forth the reasons therefor and the disposition to be made of the assets shall be mailed to every member at least ninety (90) days in advance of any action taken.

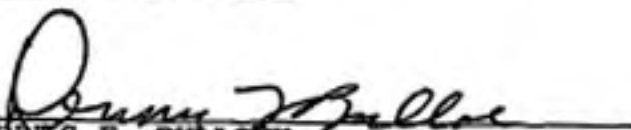
ARTICLE XV

DISPOSITION OF ASSETS

UPON DISSOLUTION

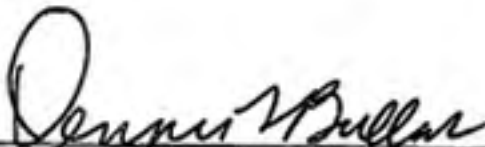
Upon dissolution of the corporation, the assets, both real and personal of the corporation, shall be dedicated to an appropriate public agency or utility to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the corporation. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed, and assigned to any non-profit corporation, association, trust or other organization to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the corporation. No such disposition of association properties shall be effective to divest or diminish any right or title of any member vested in such member under the recorded covenants and deeds applicable to the properties described in Article II above, unless made in accordance with the provisions of such covenants and deeds.

Dated this 30 day of Jan, 1957.

  
DENNIS F. BULLOCK

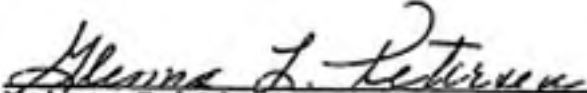
STATE OF UTAH        )  
                              : ss.  
County of Cache     )

DENNIS F. BULLOCK, being first duly sworn, does hereby say that he is the incorporator of RASPBERRY PATCH ESTATES HOMEOWNERS' ASSOCIATION, INC., that he has read the foregoing Articles of Incorporation and knows the contents thereof and that the same is true and correct to his own knowledge; and that he executed the foregoing Articles of Incorporation as incorporator of such corporation.

  
\_\_\_\_\_  
DENNIS F. BULLOCK

Subscribed and sworn to before me this 30<sup>th</sup> day of

January, 1987.

  
\_\_\_\_\_  
Notary Public

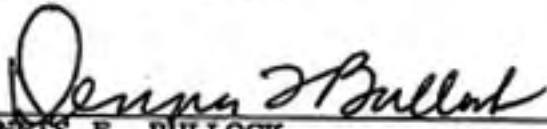
Residing At: Newton, Utah

My Commission Expires:

January 17, 1991

The undersigned hereby acknowledges and accepts his appointment herein as Registered Agent.

Dated this 30<sup>th</sup> day of Jan., 1987.

  
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DENNIS F. BULLOCK