

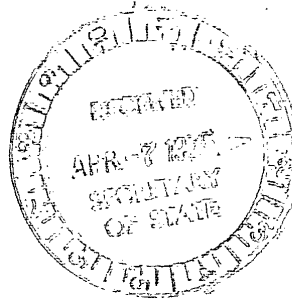
FILED in the office of the Secretary of  
State, of the State of Utah, on the  
7th day of April, A.D. 1975  
CLYDE L. MILLER  
Secretary of State  
Filing Clerk [Signature] Fee \$5.00

ARTICLES OF INCORPORATION

OF

GARDEN PARK HOMEOWNERS ASSOCIATION, INC.

A NON-PROFIT CORPORATION



65320

Pursuant to provisions of Title 16 and Chapter 6, Utah Code Annotated, 1953, the undersigned Incorporators who are residents of the State of Utah, and who are of legal age, have this day voluntarily executed and had verified these Articles of Incorporation for the purpose of forming a non-profit corporation of the State of Utah; and the undersigned does certify as follows:

ARTICLE I

The name by which this corporation shall be known and under which all of its business shall be transacted is:

GARDEN PARK HOMEOWNERS ASSOCIATION, INC.

ARTICLE II

The period of duration of this corporation shall be perpetual or until such time as it is dissolved according to law.

ARTICLE III

The purpose or purposes for which the corporation is organized is to function as a non-profit corporation to acquire and to own and to provide for the maintenance, preservation and management of certain common open spaces and other common areas and community facilities located within that certain tract of land located in Orem, Utah County, Utah, known as "OAKCREST CONDOMINIUM" to provide architectural control for the residential properties located therein, and to provide certain maintenance and other services for certain of the residential properties located therein; and

To promote the health, safety and welfare of the residents and benefit the real property within said development; and

To exercise all of the powers and privileges and to perform all of the duties and responsibilities of the Association as set forth in that certain Declaration of Protective Covenants, Conditions, Restrictions,

Easements, Equitable Servitudes and Liens and Provisions Relating to the Maintenance of Roads, Utilities and Common Areas as made by Garden Park Developers Corporation, a corporation organized and existing under the laws of the State of Utah, as hereafter recorded among the records of the office of the Recorder of Utah County, Utah, as the same may from time to time be amended, and to pay all expenses in connection therewith; and

To fix, levy, collect and enforce payment by all lawful means of all charges or assessments pursuant to the terms of the said Declaration, and to pay all expenses in connection therewith; and

To provide and maintain streets, street lighting, water systems and water meters, gas systems, sewer systems, common areas and park areas for members as well as any other land improvements deemed by the members to be beneficial to their usage of the land in The Oakcrest Condominium; and

To acquire by gift, purchase or otherwise, and to own, hold, improve, build upon, maintain, convey, sell, lease, mortgage, transfer or dedicate for public use or otherwise dispose of all real or personal property in connection with the affairs of the corporation; and

To borrow money, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred; and

To have and to exercise any and all powers, rights and privileges which a corporation organized under the Utah Non-Profit Corporation and Co-Operative Association Act of the State of Utah may now or hereafter have or exercise by law.

The foregoing enumeration of powers shall not be deemed to limit or restrict in any manner the general powers of this corporation, and the enjoyment of the exercise thereof, as conferred by the laws of the State of Utah.

#### ARTICLE IV

This corporation shall be without capital stock and will not be operated for profit. This corporation does not contemplate the distribution

of gains, profits or dividends to any of its members. The members of this corporation shall not be personally liable for the debts, liabilities or obligations of this corporation except to the extent provided in the Declaration of Protective Covenants, Conditions, Restrictions, Easements, Equitable Servitudes and Liens and Provisions Relating to the Maintenance of Roads, Utilities and Common Areas.

#### ARTICLE V

The members of this corporation shall consist of One Hundred Forty-Four (144) memberships. The Corporation shall issue one membership in the Corporation for each unit, to the person or persons defined as being entitled to membership.

#### ARTICLE VI

The affairs of this corporation shall be managed by a governing board to be known as the Management Committee, of not less than five members, who need not be members of the Association. The number of members may be fixed by the By-Laws of the corporation in any uneven number not less than five. The names and addresses of the persons who are to act as Management Committee Members initially and until their successors are selected, are:

| NAME OF MANAGEMENT COMMITTEE MEMBERS | ADDRESS                                |
|--------------------------------------|----------------------------------------|
| B. Paul Ferguson                     | 63 North 400 West, Orem, Utah 84057    |
| Colleen Ferguson                     | 63 North 400 West, Orem, Utah 84057    |
| Mark A. Radmall Sr.                  | 2215 North 1400 East, Provo, UT. 84601 |
| Nancy Radmall                        | 2215 North 1400 East, Provo, UT. 84601 |
| Chester Larsen                       | 188 Garden Park Dr., Orem, Utah 84057  |

The qualifications, powers, duties and tenure of the office of Management Committee and the manner by which members are to be chosen shall be as prescribed and set forth in the By-Laws of the corporation. Officers of the corporation shall be elected and shall serve as provided for in said By-Laws.

The corporation shall indemnify every officer and Management Committee Member of the corporation against any and all expenses, including counsel fees, reasonably incurred by or imposed upon any officer or Management

Committee Member in connection with any action, suit or other proceeding (including the settlement of any such suit or proceeding if approved by the Management Committee of the corporation) to which he may be made a party by reason of being or having been an officer or Management Committee Member of the corporation whether or not such person is an officer or Management Committee Member at the time such expenses are incurred. The officers and Management Committee Members of the corporation shall not be liable to the members of the corporation for any mistake of judgment, negligence, or otherwise, except for their own individual willful misconduct or bad faith. The officers and Management Committee Members of the corporation shall have no personal liability with respect to any contract or other commitment made by them, in good faith, on behalf of the corporation and the corporation shall indemnify and forever hold each such officer and Management Committee Member free and harmless against any and all liability to others on account of any such contract or commitment. Any right to indemnification provided for herein shall not be exclusive of any other rights to which any officer or Management Committee Member of the corporation, or former officer or Management Committee Member of the corporation may be entitled.

The Management Committee Members shall exercise their powers and duties in good faith and with a view to the interests of the corporation and the project. No contract or other transaction between the corporation and one or more of its Management Committee Members, or between the corporation and any other corporation, firm or association (including the Developer) in which one or more of the Management Committee Members of this corporation are directors, management committee members or officers or are pecuniarily or otherwise interested, is either void or voidable because such management committee member or management committee members are present at the meeting of the Board of Management Committee Members or any committee thereof which authorizes or approves the contract or transaction, or because his or their votes are counted for such purpose, if any of the conditions specified in any of the following paragraphs exist:

- (a) The fact of the common directorate or interest is disclosed

or known to the Management Committee Members or a majority thereof or noted in the Minutes, and the Board authorizes, approves, or ratifies such contract or transaction in good faith by a vote sufficient for the purpose; or

(b) The fact of the common directorate or interest is disclosed or known to the members, or a majority thereof, and they approve or ratify the contract or transaction in good faith by a vote sufficient for the purpose; or

(c) The contract or transaction is commercially reasonable to the corporation at the time it is authorized, ratified, approved or executed.

Common or interested management committee members may be counted in determining the presence of a quorum of any meeting of the Management Committee Members or committee thereof which authorizes, approves or ratifies any contract or transaction, and may vote thereat to authorize any contract or transaction with like force and effect as if he were not such director, trustee or officer of such other corporation, or not so interested.

#### ARTICLE VII

The corporation shall have the power to dedicate, 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 to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by members entitled to cast Seventy-five Per Cent of the votes of the entire members and agreeing to such dedication, sale or transfer.

#### ARTICLE VIII

The names and street addresses of the incorporators hereto are:

|                  |                                            |
|------------------|--------------------------------------------|
| B. Paul Ferguson | 63 North 400 West, Orem, Utah 84057        |
| Mark A. Radmall  | 2215 North 1400 East, Provo, Utah 84601    |
| Ed J. Pinegar    | 1431 East Oakcrest Lane, Provo, Utah 84601 |

#### ARTICLE IX

The location and street address of its initial principal office is 2215 North 1400 East, Provo, Utah 84601. The name of its initial registered agent is Mark A. Radmall Sr. 2215 North 1400 East, Provo, Utah 84601.

## ARTICLE X

The amount of any assessment levied against the members of the corporation and required for payment of any capital expenditures of the corporation may be credited upon the books of the corporation to the "Paid-in-Surplus" account as capital contribution by the members.

This corporation reserves the right to amend, alter or repeal any provision contained in these Articles in the manner now or hereafter prescribed by law for the amendment of Articles of Incorporation.

Dated and signed this 25<sup>TH</sup> day of MARCH, 1975.

B. Paul Ferguson  
B. Paul Ferguson

Mark A. Radmall  
Mark A. Radmall

Ed J. Pinegar  
Ed J. Pinegar

STATE OF UTAH       )  
                          :       ss  
COUNTY OF UTAH    )

On this 25<sup>TH</sup> day of MARCH, 1975, personally appeared before me B. PAUL FERGUSON, MARK A. RADMALL, and ED J. PINEGAR, the signers of the foregoing instrument, who duly acknowledged to me that he executed the same.

Lafaine Walk  
NOTARY PUBLIC

My Commission Expires:

Residing at

Orem, Utah

2-7-76