

ARTICLES OF INCORPORATION
OF
TRAPPERS RIDGE
HOMEOWNERS ASSOCIATION, INC.

In compliance with the requirements of Utah Revised Nonprofit Corporation Act, '16-6a-101, et seq., Utah Code Annotated, 1953, as amended, (the "Act") the undersigned all of whom are residents of the State of Utah and all of whom are of full age, hereby certify that the following are the Articles of Incorporation of Trappers Ridge Homeowners Association, Inc.

ARTICLE I

The name of the corporation is Trappers Ridge Homeowners Association, Inc. hereinafter called the "Association."

ARTICLE II

The period of duration of the Association shall be perpetual.

ARTICLE III

The initial principal office of the Association is located at 5200 South Highland Drive Salt Lake City, Utah 84117.

ARTICLE IV

Russell K. Watts, whose address is 5200 South Highland Drive Salt Lake City, Utah 84117 is hereby appointed the initial registered agent of the Association.

ARTICLE V

PURPOSE AND POWERS OF THE ASSOCIATION

1. This 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 control of the Planned Residential Unit Development known as Trappers Ridge within this certain tract of property described on Exhibit "A", attached hereto and hereby incorporated by reference, 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 this Association for this purpose to:

2. 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, of Trappers Ridge P.R.U.D. hereinafter called the "Declaration", applicable to the property and recorded or to

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REC FOR: EDEN.VILLAGE.LLC

be recorded in the Office of the Weber County Recorder, State of Utah, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as set forth at length;

3. Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection 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.

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

5. Borrow money, and with the assent of two-thirds (2/3) of each class of members (or such other majority as set forth in the Declaration) mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

6. 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 two-thirds (2/3) of each class of members (or such other majority as set forth in the Declaration), agreeing to such dedication, sale or transfer;

7. Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and common area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members (or such other majority as set forth in the Declaration);

8. Have and to exercise any and all powers, rights and privileges which a corporation organized under the Act by law may now or hereafter have or exercise.

ARTICLE VI

MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject to the Declaration of record or 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 appurtenant to any may not be separated from ownership of any unit which is subject to assessment by the Association.

ARTICLE VII

VOTING RIGHTS

The Association shall have voting members consisting of two (2) classes of voting membership as set forth below. The Association will not issue shares of stock.

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

2. Class B. The Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to 3.2 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 equal the total votes outstanding in the Class B membership; or

(b) The expiration of seven (7) years after the date on which this Declaration is filed for record in the office of the County Recorder of Weber County, Utah.

(c) Declarant consents to the conversion of its Class B Membership to a Class A membership.

ARTICLE VIII

MANAGEMENT COMMITTEE

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

<u>Name</u>	<u>Address</u>
Russell K. Watts	5200 South Highland Drive Salt Lake City, Utah 84117
	5200 South Highland Drive Salt Lake City, Utah 84117
	5200 South Highland Drive Salt Lake City, Utah 84117

At the first annual meeting, the Declarant under the Declaration or members shall elect one (1) Member of the Board of Directors for a term of three (3) years, one member of the Board of Directors for a

term of one (1) year, and one member for a term of one (1) year. At each annual meeting thereafter, the members shall elect a number of memberships then becoming vacant for a term of two (2) years.

ARTICLE IX

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than three quarters (3/4) of each class of members. 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 X

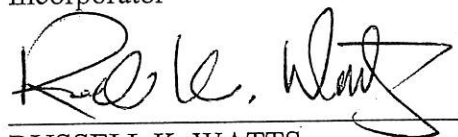
BYLAWS

The initial affairs of the corporation shall be regulated by the Bylaws adopted by the Board of Directors.

DATED this 22 day of October, 2002.



RUSSELL K. WATTS
5200 South Highland Drive
Salt Lake City, Utah 84117
Incorporator



RUSSELL K. WATTS
Registered agent
EDEN VILLAGE LLC; MAN,

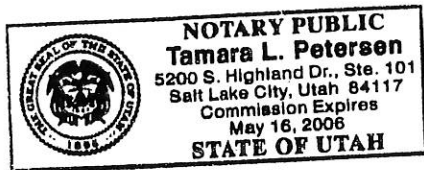
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STATE OF UTAH)
 : SS
COUNTY OF SALT LAKE)

On the 22 day of October, 2002 personally appeared before me Russell K. Watts, the signer of the foregoing instrument individually and as registered agent and after being duly sworn, acknowledged to me that he signed the same of his own free will.

(Seal)

Tamara L. Petersen
NOTARY PUBLIC



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EXHIBIT A: PROPERTY DESCRIPTION TO BE SUBDIVIDED

TRAPPERS RIDGE AT WOLF CREEK P.R.U.D PHASE 1

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