

**ARTICLES OF INCORPORATION
OF
HIGHLAND COURT HOMEOWNERS ASSOCIATION, INC.

A Utah Non-Profit Corporation**

The undersigned natural person over the age of 21 years, acting as incorporator of a non-profit corporation under the Utah Non-Profit Corporation and Cooperative Association Act (Section 16-6-18 through 16-6-111, Utah Code Annotated (1953)), hereby adopts these Articles of Incorporation for such Corporation.

**ARTICLE I
NAME OF CORPORATION**

The name of the Corporation is Highland Court Homeowners Association, Inc. The Corporation shall continue in existence perpetually unless dissolved or otherwise terminated according to law.

**ARTICLE II
DURATION OF CORPORATION**

The Corporation is to have perpetual existence.

**ARTICLE III
CORPORATE PURPOSE**

The general purposes and objects for which the Corporation is organized are:

To serve as the homeowners association for the residential community in Holladay City, Salt Lake County, Utah known as Highland Court Subdivision; to own, operate, maintain and manage the Common Areas and Common Facilities as those terms are defined in the Declaration of Protective Covenants, Conditions and Restrictions for Highland Court Subdivision (the "Declaration") recorded in the Office of the Salt Lake County Recorder, as the same may be amended from time to time; and otherwise transact business with all types of real, personal, tangible and intangible property, and to do any business and take any action which it is lawful for a nonprofit corporation organized as a homeowners association to do. The Corporation is organized as a nonprofit corporation with all of the power and authority set forth in the Act and in the Declaration as the same may be amended from time to time.

**ARTICLE IV
MEMBERS**

The Corporation shall have members in two classes as follows:

Class A. Class A members shall be all Owners of Lots, with the exception of the Declarant and Builder. Class A members who own Lots shall be entitled to one (1) vote for each Lot in which they hold the interest required for membership. When more than one person holds such interest in any Lot, all such persons or entities shall be members. The vote for such a Lot shall be exercised as the multiple Owners among themselves determine, but in no event shall more than one vote be cast with respect to any Unit. In the event the multiple Owners cannot agree on how to cast their vote, no vote will be accepted for that Lot although the Owners may be counted for the purpose of establishing a quorum. When one of multiple Owners is present at the meeting, that person shall be deemed to be acting with the authority of all of the Owners of that Lot unless written objection to the contrary has been received.

Class B. The Class B members shall be the Declarant named in the Declaration and any Builder (as defined in the Declaration). The Class B members shall be entitled to three (3) votes for each Lot in which it holds the interest required for membership by Article 4.2. of the Declaration. Class B membership shall cease to exist as provided in Article 4.3 of the Declaration.

ARTICLE V NO STOCK CERTIFICATES

The Corporation shall not issue stock certificates to its members.

ARTICLE VI BOARD OF DIRECTORS

The Corporation shall be governed by a Board of Directors consisting of at least three (3) persons, which may be increased to up to nine (9) members, as provided in the Bylaws of the Corporation. The initial members of the Board of Directors of the Corporation shall be as follows:

Jon Southern
308 East 4500 South, STE 200
Murray, Utah 84107

Phil Mosher
308 East 4500 South, STE 200
Murray, Utah 84107

Elliott Jenkins
308 East 4500 South, STE 200
Murray, Utah 84107

ARTICLE VII
BYLAWS

The Directors shall adopt Bylaws which are not inconsistent with law or these Articles for the regulation and management of the affairs of the Corporation. The Bylaws may be amended from time to time or repealed pursuant to law.

ARTICLE VIII
REGISTERED OFFICE

The address of the Corporation's initial registered office is:

308 East 4500 South
Suite 200
Murray, Utah 84107

ARTICLE IX
REGISTERED AGENT

The initial registered agent for the Corporation shall be:

Hamlet Homes Corporation
308 East 4500 South
Suite 200
Murray, Utah 84107

ARTICLE X
INCORPORATOR

The name and address of the incorporator of the Corporation is:

Michael M. Brodsky
308 East 4500 South
Suite 200
Murray, Utah 84107

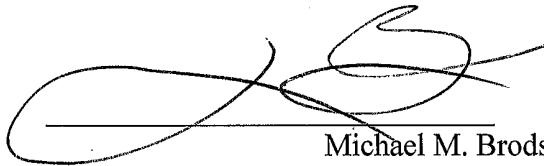
ARTICLE XII - OFFICERS' AND DIRECTORS' CONTRACTS

No contract or other transaction between this Corporation and one or more of its Directors or any other corporation, firm association or entity in which one or more of its Directors are trustees, directors or officers or are financially interested, shall be either void or voidable because of such relationship or interest, or because such Director or Directors are present at the meeting of the Board of Directors, or a committee thereof, which authorizes, approved or ratifies such contract or transaction, or because his or their votes are counted for such purpose. Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or committee thereof which authorizes approves or ratifies such contract or transaction.

Unless otherwise indicated herein, all capitalized terms shall have the meanings provided in the Declaration.

The undersigned incorporator verifies, under penalty of perjury, his signature on this document is his voluntary act and deed, and that the statements contained herein are true and correct.

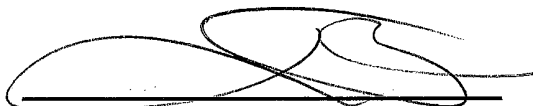
DATED this 10 day of Sep, 2015.



Michael M. Brodsky, Incorporator

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

The undersigned acknowledges appointment as registered agent on behalf of the Corporation named in the foregoing Articles of Incorporation and agrees to assume and discharge the duties thereof.

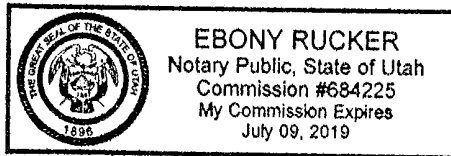


Registered Agent
Hamlet Homes Corporation
Michael Brodsky, Chairman

STATE OF : UTAH

COUNTY OF : SALT LAKE

On the 10 day of September, 2015, personally appeared before me Michael M. Brodsky, who being by me duly sworn did say, that he, the said he is the Incorporator and Chairman of Hamlet Homes Corporation the Resident Agent of Highland Court Homeowners Association, Inc., and that the within and foregoing instrument was signed on behalf of said Association.



Ebony Rucker
NOTARY PUBLIC, Residing at Salt Lake

My Commission expires: 7/9/19

**LEGAL DESCRIPTION
PREPARED FOR
HIGHLAND COURT
HOLLADAY, UTAH
(Revised: March 31, 2015)**

COMPOSITE SURVEY DESCRIPTION

A portion of the NE1/4 of Section 16, Township 2 South, Range 1 East, Salt Lake Base & Meridian, located in Holladay, Utah, more particularly described as follows:

Beginning at a point on the westerly line of Highland Drive located N0°04'40"E along the Section line 750.18 feet and West 235.44 feet from the East ¼ Corner of Section 16, T2S, R1E, S.L.B. & M.; thence N89°46'30"W along a fence line 124.64 feet to the easterly line of that Real Property described in Deed Book 7388 Page 773 of the Official Records of Salt Lake County; thence N0°00'30"E along said deed 119.63 feet; thence S89°59'30"W along said deed 87.06 feet to the easterly line of that Real Property described in Deed Book 9527 Page 3262 of the Official Records of Salt Lake County; thence N0°00'30"W along said deed and existing fence line 64.46 feet; thence N88°44'46"W along said deed and existing fence line 79.34 feet; thence N4°29'00"E along a fence line 5.00 feet; thence N89°06'30"W along a fence line 138.16 feet to the easterly line of INTERNATIONAL GARDENS Subdivision, according to the Official Plat thereof on file in the Office of the Salt Lake County Recorder; thence N0°20'20"E along said plat 114.19 feet; thence East along a fence line 114.51 feet to the southeast corner of that Real Property described in Deed Book 6393 Page 891 of the Official Records of Salt Lake County; thence North along said deed 99.00 feet to the southwest corner of that Real Property described in Deed Book 7637 Page 888 of the Official Records of Salt Lake County; thence East along said deed 100.00 feet; thence North along said deed 150.58 feet to the monument line of old 5600 South; thence N89°56'25"E along said monument line 249.96 feet to a centerline monument at Highland Drive; thence S0°20'50"W along the centerline of Highland Drive 33.00 feet; thence S89°56'25"W 33.00 feet; thence S0°20'50"W 147.00 feet; thence N89°56'25"E 1.14 feet; thence South 66.81 feet; thence West 7.00 feet; thence South 3.00 feet; thence West 1.56 feet; thence S0°20'50"W 131.80 feet; thence East 7.00 feet; thence S0°20'50"W along a line parallel with, and 33.00 feet westerly of the monument line of Highland Drive 175.83 feet to the point of beginning.

Contains: 3.32+/- acres