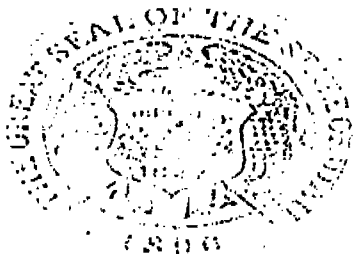




Office of Lieutenant Governor

I, DAVID S. MONSON, LIEUTENANT GOVERNOR OF THE STATE OF UTAH, DO HEREBY CERTIFY THAT the attached is a full, true and correct copy of the Articles of Incorporation of ARGYLE CANYON ESTATES MUNICIPAL CORPORATION, a Utah Non-Profit Corporation filed with this office on August 3, 1981.

AS APPEARS OF RECORD IN MY OFFICE.
File #093749



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Utah at Salt Lake City, this 21st day of August A.D. 19 81.

David S. Monson
LIEUTENANT GOVERNOR

SEP-27-2007 09:55 FROM: DUCHESNE CO RECORDER 4337381220

TO: 97221515

P. 2/9

15

FILED in the office of the County Clerk of Duchesne County, Utah

on the 27th day of August A.D. 1981

ARTICLES OF INCORPORATION

OF

by AS 5.00

Filed with _____ Fee _____ ARGYLE CANYON ESTATES MUNICIPAL CORPORATION

38;

nc, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators of a nonprofit corporation under the Utah Nonprofit Corporation and Co-operative Association Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of this corporation is Argyle Canyon Estates Municipal Corporation.

ARTICLE II

The duration of this corporation is perpetual.

ARTICLE III

This corporation is organized exclusively as a nonprofit corporation qualifying as a home owners association, which is an organization exempt from federal income taxes pursuant to Section 528 of the Internal Revenue Code of 1954, as amended to date. All of the purposes for which this corporation is formed relate specifically and exclusively to certain lands located in Duchesne County, more particularly described in Exhibit "A" hereto, the same being hereinafter referred to as "Argyle Canyon Estates Subdivision" or "the subdivision" (not a recorded subdivision of Duchesne County, Utah). The corporation is a real estate management association organized and operated for the following purposes:

- (a) To acquire, own and hold all water and water rights pertaining to the lands described on Exhibit "A" hereof for the benefit of all of the owners thereof.
- (b) To have and to exercise any and all powers, rights and privileges which a corporation organized under the Utah Nonprofit Corporation and Co-operative Association Act of the State of Utah by law may now or hereafter have or exercise; provided, however, that the corporation shall not engage in any activity or exercise any power that is

not in furtherance of the purposes stated herein, nor shall the corporation engage in any activity for profit which would jeopardize its nonprofit status.

ARTICLE IV

This corporation shall have members. Membership in the corporation is limited to the owners of parcels within the subdivision and is automatic with and appurtenant to such ownership. It shall not be separated from the ownership of any parcel nor shall any person who is a non-owner become a member. In the absence of other information to the contrary, the owner of public record of any parcel shall be deemed to be the owner thereof for membership purposes herein.

ARTICLE V

The affairs of this corporation shall be managed by a governing board consisting of not less than three members. The members of the governing board shall be designated as "Trustees". Each Trustee shall be twenty-one years of age or more and shall be a property owner of one or more parcels in the subdivision; provided, however, that an officer, director or a duly appointed representative of any corporation which is a property owner within the subdivision shall also be qualified to serve as Trustee. The number of Trustees constituting the initial governing board shall be three. The names and street address of the persons who are to serve as the initial Trustees of this corporation and until their successors are elected are:

Verne J. Wright	246 West 3rd So. Heber City, UT 84032
James L. Martin	350 No. 6th Ave., Price, UT 84501
Shelby Blevins	Box 213, Helper, UT 84526

Subsequent Trustees of this corporation shall serve for periods of two years and until their successors are elected and qualified by a majority vote of the members hereof. The Trustees shall have all powers granted by law to conduct the affairs of the corporation and shall serve without salary or other compensation. They may designate from among their members a President, a Vice-President and a Secretary-Treasurer, and shall prescribe the duties of each.

ARTICLE VI

The name and street address of each incorporator of this corporation is as follows:

Verne J. Wright	245 West 3rd So, Heber City, UT 84032
James L. Martin	350 No. 6th Ave., Price, UT 84501
Shelby Blevins	Box 213, Helper, UT 84526

ARTICLE VII

The initial principal office of this corporation shall be located at 245 West 3rd South, Heber City, Utah 84032. Verne J. Wright is the initial registered agent thereat.

ARTICLE VIII


At all meetings of the members of this corporation, the number of members entitled to vote which are properly represented thereat, either in person or by proxy, regardless of how small the number may be, shall constitute a quorum, except as otherwise provided by law and an affirmative majority vote cast by said members shall be necessary for the transaction of all business thereat, except as otherwise provided herein or by law. On all voting each member shall be entitled to one vote for each acre or fractional acre of land owned in the subdivision.

ARTICLE IX

In the event of dissolution or winding up of this corporation, after all debts and obligations have been paid, any funds remaining shall be distributed to the members, each member receiving a prorata portion thereof, based upon the number of acres owned in the subdivision.

IN WITNESS WHEREOF, we the undersigned incorporators have hereunto set our hands this 5th day of August, 1981.


Verne J. Wright


James L. Martin


Shelby Blevins

STATE OF UTAH)
County of Salt Lake) ss.

I, James J. Anderson, a notary public in and for the State of Utah, hereby certify that on the 21st day of August, 1981, personally appeared before me, Verne J. Wright, James L. Martin and Shelby Blevins, who being by me first duly sworn, severally declared that they are the persons who signed the foregoing Articles of Incorporation of Argyle Canyon Estates Municipal Corporation as the incorporators thereof, and that the statements therein are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 21st day of August, 1981.

James J. Anderson
Notary Public

My Commission expires: 8/21/83 Residing at Salt Lake City, Utah

Exhibit A to Articles of Incorporation
of Argyle Canyon Estates Municipal
Corporation.

"EXHIBIT A"

PROPERTY SITUATE IN DUCHESNE COUNTY, STATE OF UTAH, TO WIT:

Township 11 South, Range 10 East, SLBM

- Section 11: Lots 1 and 2; southeast quarter.
- Section 12: Lots 1, 2, 3, 4, 5, southwest quarter; northwest quarter of southeast quarter.
- Section 13: North half of the northeast quarter; southeast quarter of northeast quarter; north half of southeast quarter; east half of southwest quarter; southwest quarter of southwest quarter; northwest quarter of northwest quarter; southwest quarter of southeast quarter.
- Section 14: Southeast quarter; southeast quarter of northeast quarter.
- Section 23: Southeast quarter of southeast quarter; west half of northeast quarter; west half; southeast quarter of northeast quarter.
- Section 24: Southwest quarter of southwest quarter; northwest quarter of northeast quarter; south half of northeast quarter; east half of northwest quarter; north half of southwest quarter.
- Section 25: Southwest quarter of northeast quarter; northwest quarter of southeast quarter; west half.
- Section 26: North half of southwest quarter; southeast quarter of southwest quarter; west half of southeast quarter; southeast quarter of southeast quarter; northeast quarter.
- Section 35: East half of northwest quarter; north half of southeast quarter; northeast quarter of southwest quarter; Lot 1; northeast quarter.

Township 11 South, Range 11 East, SLBM

- Section 3: West half of east half; east half of northwest quarter; southwest quarter; Lot 4; southwest quarter of northwest quarter.
- Section 4: Lot 4; southwest quarter of southwest quarter.
- Section 5: Lot 1, 2, 3, 4.
- Section 7: Lot 1; east half of southeast quarter; southeast quarter of northeast quarter.
- Section 8: Lot 1; northeast quarter of northwest quarter; east half; south half of northwest quarter; southwest quarter.
- Section 9: All, except northeast quarter of northeast quarter.
- Section 10: Southwest quarter of northwest quarter; west half of southwest quarter; west half of southwest quarter of northeast quarter; west half of northwest quarter of southeast quarter.
- Section 19: All, except northeast quarter of northwest quarter; northwest quarter of northeast quarter.
- Section 20: All.
- Section 28: West half of northwest quarter; southeast quarter of southwest quarter; west half of southwest quarter.
- Section 29: All.
- Section 30: All.
- Section 31: All.
- Section 33: West half.

218300

ENTRY NO. _____ DATE 9-3-07 TIME 9:01 BOOK 8-95 PAGE 14-19
FEE \$ 20.00 RECORDED AT REQUEST OF Security Title
Michael R. Smith DUCHESNE COUNTY RECORDER D. Paulson DEPUTY