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ERNEST D ROWLEY, WEBER COUNTY RECORDER
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REC FOR: HELGESEN WATERFALL JONES

AMENDMENT TO DECLARATION FOR EMERALD HILLS CONDOMINIUM

This Amendment to Declaration for Emerald Hills Condominium (hereinafter "Amended Declaration") is made and executed on the date shown below by the Emerald Hills Condominium Management Committee after having been voted upon and approved by the Owners at Emerald Hills Condominium.

RECITALS

WHEREAS, Emerald Hills Condominium was created by a "Declaration of Emerald Hills Condominiums" (hereinafter "Enabling Declaration") recorded in the records of Weber County, Utah, on May 18, 1966, in book 836, beginning on page 560 as entry # 473451; and

WHEREAS, The Enabling Declaration was amended and superseded in 1997 by the "Amended Condominium Declaration for Emerald Hills Condominium" ("1997 Amendment") recorded in the records of Weber County, Utah, on October 16, 1997, in book 1886, beginning on page 1454, as entry # 14798733; and

WHEREAS, the property that is the subject of this Amended Declaration is situated in and upon that certain real property located in Weber County, State of Utah, as specifically described in Exhibit "A", attached hereto and incorporated herein by this reference, and including the Common Area that is appurtenant to each Unit as shown on the plat maps for Emerald Hills Condominium, as recorded in the office of the County Recorder for Weber County, State of Utah. There are 180 units at Emerald Hills Condominium.

WHEREAS, The Unit Owners in Emerald Hills are desirous to create the Emerald Hills Condominium Homeowners Association, Inc., a Utah non-profit corporation ("Association"), which will be created by filing Articles of Incorporation with the Utah Division of Corporations and Commercial Code, which Association shall operate for the purpose of managing the Common Area and enforcing the provisions of the Enabling Declaration and any amendments thereto. The Association will be the governing body of Emerald Hills Condominium and will operate in accordance with the 1997 Amendment, any amendments to the 1997 Amendment, this Amended Declaration, the Articles of Incorporation (Exhibit "B" attached hereto and incorporated herein by this reference) and the Association Bylaws (which Bylaws are contained in Exhibit "B" to the 1997 Amendment and are incorporated herein by this reference) for the purpose of managing the Common Area and enforcing the provisions of the Association documents.

NOW THEREFORE, To accomplish the Unit Owners' objectives, this Amended Declaration is adopted creating the Emerald Hills Condominium Homeowners Association, Inc., a Utah non-profit corporation and amending a provision dealing with Association insurance. If

there is any conflict between this Amended Declaration and any prior Association documents, this document shall control.

AMENDMENT

ARTICLE 1 CREATION OF NON-PROFIT CORPORATION

1.1 The Unit Owners hereby authorize and approve the creation of a Utah nonprofit corporation, to be known as the Emerald Hills Condominium Homeowners Association, Inc. ("Association"), by filing with the State of Utah Articles of Incorporation for the Association in a form substantially similar to those contained in Exhibit "B", attached hereto. The Association shall be responsible for managing the Common Area within Emerald Hills and governing the affairs of Emerald Hills in accordance with the provisions of the 1997 Amendment, any Amendments to the 1997 Amendment, the Articles of Incorporation and the Bylaws.

1.2 By voting to approve this Amended Declaration, the unit owners hereby agree to adopt the following documents:

- (a) this Amended Declaration;
- (b) the Articles of Incorporation (Exhibit "B" attached hereto); and
- (c) the Bylaws of the Association (as contained in the 1997 Amendment)

as the governing documents of the Emerald Hills Condominium Homeowners Association, Inc., which documents shall constitute equitable servitudes that shall run with the real property described in Exhibit "A". In the event of a conflict between the provisions in this Amended Declaration and the 1997 Amendment, this Amended Declaration shall control.

1.3 Pursuant to the provisions in this Amended Declaration wherein Emerald Hills is incorporated as a non-profit corporation under the laws of the State of Utah, the management of Emerald Hills and the Common Area of Emerald Hills shall hereafter be performed under the direction and authority of the Association's Board of Directors. Any reference to the term "management committee" in the 1997 Amendment or any amendments thereto, or in the Bylaws of Emerald Hills, or any other Emerald Hills document, shall hereafter be deemed to mean and refer to the term "Board of Directors" of the Emerald Hills Condominium Homeowners Association, Inc.

**ARTICLE 2
INSURANCE COMPANY RATINGS**

2.1 The first sentence of Paragraph 3.19(b), on page 18 of the 1997 Amendment , recorded in Book 1886 at Page 1475 of the official records of the Weber County Recorders Office, is hereby repealed and replaced with the following:

“Each hazard insurance policy shall be written by a company holding a financial strength rating of “A-” (“Excellent”) or better from Best’s Insurance Ratings.”

The sentence which is being repealed and replaced reads as follows and contained language which did not accurately describe Best’s Insurance Ratings: “Each hazard insurance policy shall be written by a company holding a financial rating of Class VI or better from Best’s Insurance Reports.”

Effective Date. This Declaration shall take effect upon recording.

CERTIFICATION

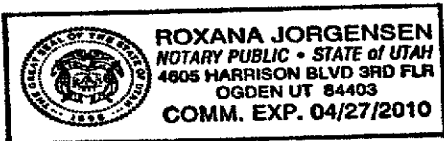
It is hereby certified that condominium unit owners holding more than fifty percent (50%) of the undivided ownership interest in the Common Areas and facilities have voted to approve this Amended Declaration.

IN WITNESS WHEREOF, this 12 day of November, 2008.

By: B. James Richards
President

STATE OF UTAH)
 :SS.
COUNTY OF WEBER)

On this 12 day of November, 2008, personally appeared before me B. James Richards, who, being by me duly sworn, did say that he is President of the Emerald Hills Condominium Homeowners Association and that the within and foregoing instrument was signed in behalf of said Board and he duly acknowledged to me he executed the same.



Roxana Jorgensen
Notary Public

Exhibit "A"

Legal Description for
Emerald Hills Condominium

The following units are located at Emerald Hills Condominium, Weber County, Utah:

Phase 1	Units 1 through 32	[07-048-0001 through 07-048-0032]
Phase 2	Units 33 through 68	[07-049-0001 through 07-049-0036]
Phase 3	Units 69 through 96	[07-121-0001 through 07-121-0028]
Phase 4	Units 97 through 132	[07-141-0001 through 07-141-0036]
Phase 5	Units 133 through 180	[07-153-0001 through 07-153-0048]

EXHIBIT B

Articles of Incorporation

FOR

EMERALD HILLS CONDOMINIUM HOMEOWNERS ASSOCIATION, INC.

WE, THE UNDERSIGNED NATURAL PERSONS, all being of the age of eighteen years or more, acting as incorporators under the Utah Revised Nonprofit Corporation Act, adopt the following Articles of Incorporation:

Name. The name of the Corporation is the "Emerald Hills Condominium Homeowners Association, Inc." (herein referred to as the "Corporation").

Duration. The duration of the Corporation shall be perpetual, unless dissolved by the action of the Corporation or by operation of law.

Purposes. The purposes of the Corporation are to function in behalf of the members of Emerald Hills Condominium located in Weber County, Utah, and to enforce the Covenants, Conditions and Restrictions as set forth in the 1997 Amended Condominium Declaration for Emerald Hills, recorded in the records of Weber County, Utah, on October 16, 1997, in book 1886, beginning on page 1454, as entry # 14798733, and any Amendments thereto, and to provide the other services and perform all of the other functions set forth in the Declaration of Condominium and any Amendments thereto as may become desirable or necessary for the benefit of the members. The Corporation shall have all powers, rights, and privileges available to corporations under the laws of the State of Utah.

Membership/Stock. The owners of stock in the Corporation shall only be Owners of Units in Emerald Hills Condominium, located in Weber County, Utah. Stock ownership is appurtenant to the Unit and may not be separated from Unit ownership, and ownership of a share of stock in Emerald Hills shall pass automatically to the new Owner of a Unit upon conveyance of title without the need to convey a physical stock certificate. There shall be issued 180 shares in the Corporation and the Owners of a Unit shall be the Owners of one share of stock in the Corporation. The Unit Owners shall have an interest in the Corporation as described below:

The Association shall have one (1) class of membership--Class A, described more particularly as follows:

1. **Class A.** Class A Members shall be all Owners. Class A Members shall be entitled to vote on all issues before the Association, subject to the following:
 - a. **Voting.** Each Unit Owner shall have right to vote based on percentages as provided in the Emerald Hills Condominium Homeowners Association Declaration and Bylaws.

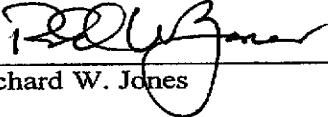
- b. **Subject to Assessment.** No vote shall be cast or counted for any Unit not subject to assessment;
 - c. **Multiple Owners.** When more than one (1) person or entity holds such interest in a Unit, the vote for such Unit shall be exercised as those persons or entities themselves determine and advise the Secretary of the Association prior to any meeting. In the absence of such advise, the vote of the Unit shall be suspended in the event more than one (1) person or entity seeks to exercise it.
 - d. **Number of Shares.** The Corporation is authorized to issue up to 180 shares of Class A stock.
- 2. Class A shares shall have unlimited voting rights.
 - 3. The owners of Class A shares shall be entitled to receive the net assets of the Corporation upon dissolution.

Registered Agent. The registered agent for the Corporation is:

Richard W. Jones, Esq.
4605 Harrison Blvd., Third Floor
Ogden, UT 84403

Acceptance of Appointment

I, Richard W. Jones, hereby accept the appointment as the registered agent for Emerald Hills Condominium Homeowners Association, Inc.



Richard W. Jones

Bylaws. The Association has previously adopted bylaws in accordance with an "Amended Condominium Declaration for Emerald Hills Condominiums," (herein "1997 Amendment" which 1997 Amendment was recorded in the records of Weber County, Utah, on October 16, 1997, in book 1886, beginning on page 1454 as entry #1498733. The Corporation hereby adopts by reference the bylaws attached as Exhibit "B" to the 1997 Amendment. Hereafter, bylaws may be adopted, amended or replaced by the vote of Members as provided in the bylaws.

Address of Corporation's Registered Office. The principal place of business of the Corporation, and its initial offices are located at 5512 S. 875 E. Ogden, UT 84405. The Corporation may establish such other offices and locations as it deems appropriate for the operation of its business.

Distributions. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its Directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes as set forth above.

Dissolution. Upon the dissolution of the corporation, assets shall be distributed to the members of the corporation on the same percentage as votes and assessments are allocated and as set forth in the Emerald Hills Condominium Homeowners Association Declaration and Bylaws.

Board of Directors. There will initially be seven (7) Directors of the Corporation. The initial Board of Directors, who will serve until the election of officers and Directors at the annual member's meeting, are:

<u>Name</u>	<u>Address</u>
James Johnston	861 E. 5550 S. Ogden, UT 84405
Patricia Hancock	5452 S. 875 E. Ogden, UT 84405
Louise Purdy	5442 S. 840 E. Ogden, UT 84405
B. James Richards	988 E. 5475 S. Ogden, UT 84405
Linda Poulter	863 E. 5475 S. Ogden, UT 84405
David Penrod	5452 S. 850 E. Ogden, UT 84405
Robert Scovel	978 E. 5575 S Ogden, UT 84405

The Directors will elect one of them to act as Chairman until the annual member's meeting.

Officers. The initial officers of the corporation are:

Chairman	-	B. James Richards
Vice Chairman	-	James Johnston
Secretary	-	Louise Purdy

Annual Meeting. The annual meeting of all Unit Owners shall be held prior to October 31 each year on the date, at the time, and at such place as shall be stated in the notice of meeting or in a duly executed waiver of notice; provided however, that whenever such a date falls upon a legal holiday, the meeting shall be held on the next succeeding business day, and further provided that the Board of Directors may by resolution, fix the date of the annual meeting at such other date as the Board may deem appropriate. At such meeting, the Unit Owners shall fill any vacancies in the Board of Directors for two (2) year terms to serve until their successors shall be elected and qualified. Only current members of Units owned in the Association shall be elected Directors according to the percentage as required by law.


Limitations on Liability. The Officers, Directors, and Members of the Corporation shall not be held personally liable for the debts and obligations of the Corporation.

Incorporators. The incorporators of the Corporation are:


<u>Name</u>	<u>Address</u>
B. James Richards	988 E. 5475 S. Ogden, UT 84405
James Johnston	861 E. 5550 S. Ogden, UT 84405
Louise Purdy	5442 S. 840 E. Ogden, UT 84405

Amendment. These Articles of Incorporation may be amended from time to time as authorized by the Enabling Declaration and as permitted by law.

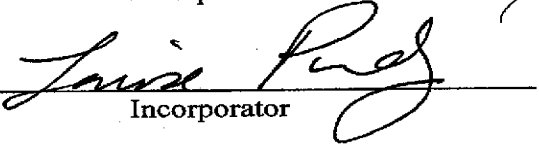
In Witness Whereof, we B. James Richards, James Johnston and Louise Purdy have executed these Articles of Incorporation in duplicate this 12 day of November, 2008, and say: That we are the incorporators herein; that we have read the above and foregoing Articles of Incorporation; that we know the contents thereof and that the same is true to the best of our knowledge and belief, excepting as to matters herein alleged upon information and belief and as to those matters we believe them to be true.



 Incorporator



 Incorporator



 Incorporator

State of Utah)
 : ss
County of Weber)

On the 12 day November, 2008, the foregoing instrument was acknowledged and verified before me by James Richards, James Johnston and Louise Purdy, who personally appeared before me, and being by me duly sworn declare under penalty of perjury that they are the incorporators of Emerald Hills Condominium Homeowners Association, Inc., and that they signed the foregoing, and that the statements contained therein are true and correct.

In witness whereof, I have set my hand and seal this 12 day of November, 2008.

Roxana Jorgensen
Notary Public

