



AMENDMENT
to the
Declaration
of
Covenants, Conditions and
Restrictions
FOR
MILLSTREAM CONDOMINIUM

13-134-0001 thru 0005
13-136-0001 thru 0009
13-138-0001 thru 0009
13-141-0001 thru 0025

This Amendment to the Declaration of Covenants, Conditions and Restrictions for Millstream Condominium ("Amendment") is made and executed on the date shown below by the unit owners at Millstream Condominium, after having been voted on and approved by the owners at Millstream Condominium.

RECITALS

WHEREAS, the Amended and Restated Declaration of Covenants, Conditions and Restrictions for Millstream Condominium was recorded in the records of Weber County, Utah, on June 9, 1988, as entry number 1048712, in book 1541, beginning on page 829 (the "Restated Declaration" as defined below) 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 Millstream Condominium, as recorded in the office of the County Recorder for Weber County, State of Utah. There are 44 units at Millstream Condominium.

WHEREAS, The unit owners in Millstream Condominium are desirous to create the Millstream Condominium Owners 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 Restated Declarations and any amendments thereto. The Association will be the governing body of Millstream Condominium and will operate in accordance

with this Amended Declaration, the Articles of Incorporation (attached as Exhibit "B") and the Bylaws of the Association (which are embedded in the Restated Declaration under Article VI) for the purpose of managing the common area and enforcing the provisions of the Association documents.

NOW THEREFORE, To accomplish the unit owners' objectives, the following amendment is hereby adopted to amend the Restated Declaration and to create Millstream Condominium Owners Association, Inc., a Utah non-profit corporation. If there is any conflict between this Amended Declaration and the Restated Declaration, this document shall control, unless otherwise stated.

This Amended Declaration shall become effective upon recording. Millstream Condominium Restated Declaration is hereby amended as follows:

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 Millstream Condominium Owners Association, by filing with the State of Utah the 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 Millstream Condominium and governing the affairs of Millstream Condominium in accordance with the provisions of the Restated Declarations, any amendments to the Restated Declarations, 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 Associationas the governing documents of Millstream Condominium Owners Association, Inc., which documents shall constitute equitable servitudes that shall run with the real property described in Exhibit "A".
- 1.3 Pursuant to the provisions in this Amended Declaration wherein Millstream Condominium is incorporated as a non-profit corporation under the laws of the State of Utah, the management of Millstream Condominium and the common area of Millstream Condominium shall hereafter be performed under the direction and authority of the Association's board of directors.

CERTIFICATION

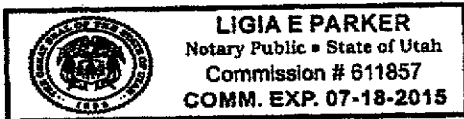
It is hereby certified that unit owners holding at least than two-thirds (2/3) of the voting interests in Millstream Condominium have voted to approve this Amended Declaration.

IN WITNESS WHEREOF, this 5 day of December, 2012.

By: Curtis L. Peterson
President

STATE OF UTAH)
)ss.
COUNTY OF WEBER)

On this 5 day of December, 2012, personally appeared before me Curt Peterson, who being by me duly sworn, did say that he is President of Millstream Condominium Owners Association and that the within and foregoing instrument was signed in behalf of said Association and he duly acknowledged to me he executed the same.



Ligia E Parker
Notary Public

EXHIBIT "A"**Legal Description of Units**

Apartment Units 1-4, Building A, MILLSTREAM COND PHASE #01, Ogden City, Weber County, Utah [13-134-0001 through 0004]

Apartment Units 5-8, Building B, MILLSTREAM COND PHASE #02, Ogden City, Weber County, Utah [13-136-0001 through 0004]

Apartment Units 9-12, Building C, MILLSTREAM COND PHASE #02, Ogden City, Weber County, Utah [13-136-0005 through 0008]

Apartment Units 13-16, Building D, MILLSTREAM COND PHASE #03, Ogden City, Weber County, Utah [13-138-0001 through 0004]

Apartment Units 17-20, Building E, MILLSTREAM COND PHASE #03, Ogden City, Weber County, Utah [13-138-0005 through 0008]

Apartment Units 21-24, Building F, MILLSTREAM COND PHASE #04, Ogden City, Weber County, Utah [13-141-0001 through 0004]

Apartment Units 25-28, Building G, MILLSTREAM COND PHASE #04, Ogden City, Weber County, Utah [13-141-0005 through 0008]

Apartment Units 29-32, Building H, MILLSTREAM COND PHASE #04, Ogden City, Weber County, Utah [13-141-0009 through 0012]

Apartment Units 33-36, Building I, MILLSTREAM COND PHASE #04, Ogden City, Weber County, Utah [13-141-0013 through 0016]

Apartment Units 37-40, Building J, MILLSTREAM COND PHASE #04, Ogden City, Weber County, Utah [13-141-0017 through 0020]

Apartment Units 41-44, Building K, MILLSTREAM COND PHASE #04, Ogden City, Weber County, Utah [13-141-0021 through 0024]

EXHIBIT "B"

Articles of Incorporation

ARTICLES OF INCORPORATION

for

MILLSTREAM CONDOMINIUM OWNERS ASSOCIATION, INC.

The undersigned adult natural persons, acting as incorporators, hereby establish a nonprofit corporation pursuant to the Utah Revised Nonprofit Corporation Act (the "Act") and adopt the following articles of incorporation for such corporation;

ARTICLE I NAME

The name of the corporation is Millstream Condominium Owners Association, Inc. (hereinafter the "Association").

ARTICLE II DURATION

The Association shall have perpetual existence.

ARTICLE III PURPOSES AND POWERS

1. **Purposes** The Association is organized as a nonprofit corporation and shall be operated to promote the health, safety and welfare of all members of the Association in connection with Millstream Condominium and to establish, provide, and maintain a desirable community and environment for all member unit owners.
2. **Powers** In furtherance of the foregoing purposes, and subject to the restriction set forth in Section 3 of this article, the Association shall have and may exercise all of the powers now or hereafter conferred upon nonprofit corporations organized under the laws of Utah and may do everything necessary or convenient for the accomplishment of any of the corporate purposes, either alone or in connection with other organizations, entities or individuals, and either as principal or agent, subject to such limitations as may be prescribed by law.
3. **Restrictions Upon Purposes and Powers** The foregoing purposes and powers of the Association are subject to the following limitations:
 - a. **Earnings of Association** No part of the net earnings of the Association (if any) shall inure to the personal benefit of any member of the Association; however, this restriction shall not limit or impair the Association's right to compensate Members for services rendered or for goods sold or leased to the Association;

- b. **Nonprofit Organization** The Association shall be organized and operated exclusively for non-profitable purposes as set forth in Section 528 of the Internal Revenue Code as it is now or may hereafter be amended, or in any corresponding provision of any future law of the United State of America providing for exemption of similar organizations from income taxation; and

ARTICLE IV DIVIDENDS & DISTRIBUTIONS

The Association shall not pay any dividends. No distribution of the corporate assets to Members (as such) shall be made except as permitted by the Internal Revenue Code and the Utah Code sections governing condominiums and community associations. Upon dissolution of the Association, the assets shall be distributed as provided in Article X herein.

ARTICLE V MEMBERSHIP AND VOTING

1. **Members** The Association shall have Members. Every owner of a unit which is subject to assessment shall be a Member of the Association. Each membership shall be pertinent to and may not be separated from ownership of the unit to which the membership is attributable.
2. **Stock** No stock in the Association shall be issued. The Board may, in its discretion, issue certificates evidencing a Member's membership in the Association. A person's membership, however, is not affected by the holding of such a certificate and a Member is entitled to all the benefits and subject to all obligation of membership whether or not the Member holds a membership certificated.
3. **Voting** The Association shall have one class of voting membership. Each unit shall be entitled to one vote on any given matter, regardless of the number of Members owing an interest in such unit. The Members owning a particular unit are authorized to cast the vote attributable to the unit. The Board may suspend the voting rights of Members for a particular unit if the Members are in violation of the Declaration.
4. **Right to Vote** No change in the ownership of a membership shall be effective for voting purposes unless and until the Board is given actual written notice of such change and is provided satisfactory proof thereof. The vote for each unit must be cast as a unit, and factional votes shall not be allowed. If a unit is owned by more than one person or entity and such owners are unable to agree among themselves as to show their vote or votes shall be cast, they shall not be entitled to vote on the matter in question. If any Member casts a vote representing a certain unit, it will thereafter be conclusively presumed for all purposes that he was acting with the authority and consent of all other owners of the same unit unless objection thereto is made at the time the vote is cast. If more than one vote is cast for a particular unit, none of the said votes shall be counted and all said votes shall be deemed void. Voting by proxy is allowed as set forth in the Association's Bylaws.

5. **No Cumulative Voting** In any election of the members of the Board, the owner(s) of a given unit shall collectively have one vote for each Director position to be elected. The candidate receiving the highest number of votes for a given Director position shall be deemed elected to such position. Cumulative voting shall not be allowed in the election of members of the Board or for any other purpose.
6. **Transfer of Membership** The rights and obligations of memberships in the Association shall not be assigned, transferred, pledged, conveyed or alienated in any way except upon transfer of ownership to an owner's unit and then only to the new owner of the unit. A transfer of ownership to a unit may be effected by deed, intestate succession, testamentary disposition, foreclosure of a mortgage of record, or such other legal process as now in effect or as may hereafter be established under or pursuant to the laws of the State of Utah. Any attempt to make a prohibited transfer shall be void. Any transfer of ownership to a unit shall automatically transfer the membership appurtenant to said unit to the new owner thereof.

ARTICLE VI SHARE OF STOCK

The Association shall not issue any shares of stock.

ARTICLE VII DIRECTORS

The management of the affairs of the Association shall be vested in a Board of Directors, except as otherwise provided in the Act, these Articles of Incorporation or the Bylaws of the Association. The number of Directors, their classification, if any, their terms of office and the manner of their election or appointment shall be determined according to the Bylaws of the Association from time to time in force.

Five directors shall constitute the Board of Directors. Their names and addresses are as follows:

<u>NAME</u>	<u>ADDRESS</u>
CURTIS L. PETERSEN	1483 SOUTH 1185 E OGDEN UTAH 84404
JAN PLATT	1486 SOUTH 1200 EAST OGDEN UTAH 84404
ZAC ADAMS	1494 SOUTH 1185 EAST OGDEN UTAH 84404
MARTY WILCOCK	1476 S BRINKER AVE OGDEN UT 84404
DENNIS CONROY	1488 S BRINKER OGDEN UT 84404

ARTICLE VIII BYLAWS

The initial Bylaws of the Association shall be those embedded in the 1988 Restated Declaration. The Bylaws of the Association may contain any provisions for the regulation or management of the affairs of the Association which are not inconsistent with law or these articles of incorporation, as these articles may from time to time be amended.

**ARTICLE IX
INITIAL PRINCIPAL OFFICE, REGISTERED OFFICE AND AGENT**

The address of the initial principal office of the Association is 1483 S 1185 E Ogden, Utah 84404. The address of the initial registered office is 1483 S 1185 E Ogden, Utah 84404. The name of the Association's registered agent at such address is Curtis L. Petersen.

**ARTICLE X
DISSOLUTION**

The Association may be dissolved only upon termination of Restated Declarations for Millstream Condominium. Written notice of a proposal to dissolve, setting forth the reasons therefore and the disposition to be made of the assets, as set forth below, shall be mailed to every Member at least 30 days in advance of any action taken. Upon dissolution of the Association, the assets both real and personal of the Association, shall be distributed according to the provisions of the Act and the Utah Code sections governing condominiums and community associations.

**ARTICLE XI
INCORPORATOR**

The name and address of the incorporator of this Association is: Curtis L. Petersen, 1483 S 1185 E Ogden, Utah 84404.

**ARTICLE XII
AMENDMENT**

The Association may amend these Articles of Incorporation by a vote of not less than 66.7% of the members.

IN WITNESS WHEREOF, I, Curtis L. Petersen, executed these Articles of Incorporation this 5 day of December, 2012, and say: That I am the incorporator herein and have read the above and foregoing Articles of Incorporation and know the contents thereof and that the same is true to the best of my knowledge and belief.


Curtis L. Petersen

ACKNOWLEDGMENT OF ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts and acknowledges appointment as the initial registered agent of the Association named above.


Curtis L. Petersen