

330

6903210

Upon recording, return to
Three Fountains Owners Association
Attention: Brian Noel, Manager
828 Three Fountains Circle
Murray, UT 84107

6903210
03/25/98 11:53 AM 330.00
NANCY WORKMAN
RECORDER, SALT LAKE COUNTY, UTAH
THREE FOUNTAINS OWNERS ASSOC
828 THREE FOUNTAINS CIR
MURRAY UT 84107
REC BY:W ZELAYA ,DEPUTY - WI

**AMENDED ARTICLES OF INCORPORATION
of
THREE FOUNTAINS OWNERS' ASSOCIATION**

THE UNDERSIGNED, acting as Incorporators of a Corporation under the Utah Non-Profit Corporation and Condominium Ownership Act, do hereby adopt the following Articles of Incorporation for such Corporation:

**ARTICLE I
Name**

The name of this Corporation shall be THREE FOUNTAINS OWNERS' ASSOCIATION, hereinafter referred to as the "Association".

**ARTICLE II
Duration**

The period of its duration is perpetual.

**ARTICLE III
Purpose**

1. The purpose for which the Association is organized is to provide an entity for the operation, on a non-profit basis, of the Three Fountains Condominium Project, (consisting of Phases 1 to 6) developed by Richard Prows, Inc., and of Three Fountains Addition, developed by Tischner-Phillips, both located in the City of Murray, County of Salt Lake, State of Utah.

2. To this end the Association shall have full power and authority to do all things necessary or desirable relating to the management and administration of said Condominium and the enforcement of the Declaration (or Amended Declarations) of Covenants, Conditions, and Restrictions applicable thereto recorded or will be recorded in the Office of the County Recorder of Salt Lake County, Utah, with respect to the rights and duties of the owners of Condominium units or any interests therein. The Association shall also have the power to own and operate recreational facilities and other assets for the benefit of the condominium and the Owners. The Association shall have such other rights, powers, and duties as the Owners and Members may from time to time specify.

BK 7920 PG 1437

ARTICLE IV
No Pecuniary Gain

1. The Association shall make no distribution of income to its Members, Trustees or Officers, or nonprofit co-operative association, and it shall not afford a pecuniary gain, incidentally or otherwise, to its members.
2. All of the Trustees and Officers of the Association shall act as such without compensation.

ARTICLE V
No Capital Stock

This Association shall issue no shares of stock evidencing membership therein or interests in property rights, but the Board of Trustees may, if it so desires, issue a membership certificate or card to the owner(s) of a condominium unit.

ARTICLE VI
Membership

1. Membership in the Association, except for membership of the Incorporators and the first Board of Trustees, shall be limited to record owners of condominium units in said Three Fountains Condominium Project, Phases 1 through 6, and of Three Fountains Addition, developed by Tischner-Phillips, according to the recorded plat thereof in the Office of the County Recorder of Salt Lake County, Utah, subject to the Declarations (or Amended Declarations) of Covenants, Conditions, and Restrictions of record applicable to said condominium project. Membership in the Association shall be automatically conferred upon the record owner or owners of any unit subject to the Declarations or Amended Declarations. A person who, for any reason, ceases to be a record owner of a unit shall automatically cease to be a member.
2. The membership in the Association cannot be assigned, hypothecated, or transferred in any manner except as an appurtenance to a member's unit.

ARTICLE VII
Voting Rights

Each member of the Association being present in person or by proxy shall be entitled to one vote for each condominium unit owned by said member. The manner of exercising voting rights shall be fixed by the By-Laws of the Association.

ARTICLE VIII
Trustees

1. The affairs of the Association shall be managed by a board of nine in number, who shall serve without compensation, and shall be elected (for a term as specified in the By-Laws) at a meeting of the members of the Association on such date as may be fixed by the By-Laws. Each Trustee shall be

qualified to hold office only so long as he is an owner of a condominium unit, and resident in Three Fountains Project. A majority of the Board of Trustees shall constitute a quorum at any meeting.

2. The Trustees herein named shall serve until the first election of Trustees, and any vacancies in their number occurring before the first election shall be filled by the remaining Trustees.

3. The names and addresses of the first Board of Trustees who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

Name	Address	City and State
Richard S. Prows	1070 Oakridge Circle	Bountiful, Utah
Robert W. Wood	2330 Cottonwood Lane	Salt Lake City, Utah
Jack C. Fitts	785 East Three Fnts Cir	Murray, Utah

ARTICLE IX Officers

The affairs of the Association shall be administered by officers elected by the Board of Trustees at its first meeting following the annual meeting of the members of the Association, which officers shall serve at the pleasure of the Board of Trustees. The names and addresses of the officers who shall serve until their successors are designated by the Board of Trustees are as follows:

President:	Charles W. Hillier 725 Three Fountains Cir. #59 Murray, Utah 84107
Vice-President:	Leland Smith 750 Three Fountains Dr. #101 Murray, Utah 84107
Secretary:	Jill Hatch 841 Three Fountains Dr. #253 Murray, Utah 84107
Treasurer:	John Bo 720 Three Fountains Dr. #72 Murray, Utah 84107

ARTICLE X Indemnification

Every Trustee and every Officer of the Association shall be indemnified by the Association against all expenses and liabilities, including attorney's fees, reasonably incurred by or imposed upon him in connection with any proceeding in which he may be a party, or in which he may become involved, by reason of his being or having been a Trustee or Officer of the Association, or any settlement thereof, whether

or not he is a Trustee or Officer at the time such expenses are incurred, except in such cases wherein the Trustee or Officer of the Association is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification herein shall apply only when the Board of Trustees approves such settlement and reimbursement as being for the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Trustee or Officer may be entitled.

ARTICLE XI
By-Laws

The first By-Laws of the Association shall be adopted by the Board of Trustees and may be altered, amended or rescinded in the manner provided by the By-Laws.

ARTICLE XII
Amendments

These Articles of Incorporation may be amended by an instrument in writing signed and acknowledged by at least seventy-five percent (75%) of the record owners, which amendment shall be effective upon filing as required by law.

ARTICLE XIII
Incorporators

The names and addresses of the Incorporators of the Association are:

Name	Address	City and State
Richard S. Prows	1070 Oakridge Circle	Bountiful, Utah
Robert W. Wood	2330 Cottonwood Lane	Salt Lake City, Utah
Jack C. Fitts	785 East Three Fnts Cir	Murray, Utah

ARTICLE XIV
Principal Office

The street address of the principal office of the Association is 828 East Three Fountains Circle, Murray, Utah.

IN WITNESS WHEREOF, I declare that the attachment is a true and accurate recording of the Members who have voted affirmatively in favor of the foregoing Amendment, comprising seventy-five percent of the total vote of the Record Owners.

By: Charles W. Hillier Date March 24, 1998
Capacity: President

STATE OF UTAH)
 : ss.
COUNTY OF SALT LAKE)

On this 24 day of March, 1998, personally appeared before me Charles W. Hillier, personally known to me or proved to me on the basis of satisfactory evidence to be the person whose name is signed on the preceding document, and acknowledged to me that he signed it voluntarily for its stated purpose.



NOTARY PUBLIC

Brian C. Noel
Midvale, UT

Articles of Incorporation

IN WITNESS WHEREOF, the Undersigned being record owners holding 75 % or more of the total vote of Three Fountains Owners Association, have duly executed this instrument as of the date and year aforesaid.

1. Doug Hoek

2. Suzanne G. Nikolopoulos

3. Linda M. Hammelli

4. _____

5. Janis Lambert

6. Shea and Miltie Ungley

7. _____

8. Marcia R. Worthen

9. Joan

10. _____

11. _____

12. _____

13. Royal R. Stevens

14. _____

15. Faye B. Moore

16. Margie A. Fae

17. Byrle J. Trapp

18. Constance D. Reed

19. Maddyn Harrison

20. Lawrence E. Reid

21. Marcella B. Agnew

22. Luciana Briggs

23. Mae O'Whit

24. Evelyn H. Wakley

24. Joanne C. Kettner

26. _____

25. Therese W. Kettner

28. Sharon Cummings

27. Suzelle King

30. John M. Jankit

29. Robert Hendricks

32. _____

31. _____

34. Val B. Byde

33. Julia M. Smart

36. Blancher E. Bird

35. John F. Purson

38. _____

37. Don E. Lundquist

39. _____

41. ~~Arthur~~

43. _____

45. _____

47. Jay Hunter

49. ~~Cliff Crossman~~

51. Ken Arto

53. _____

55. Belva Petersen

57. ~~William~~

59. Charles W. Hillier

61. Edward J. Lumbach

63. Mercedes R. Kiepe

65. Wendell D. Bonds

67. Elwood M. Beckman

69. Donald Thomson

71. Juan L. Collett

73. Francis L. Lark

75. _____

77. Rex L. Reese

79. _____

81. _____

83. Jean Lee McLaughlin

40. Marie Hennepfer

42. Bev Peterson

44. Colleen Olson

46. John Linderson

48. Susan Clauson

50. Margaret Vincent

52. _____

54. Edwin W. Christensen

56. Ramon C. Nielsen

58. Mrs. T. Holmes

60. Max Combs

62. Art Cumber

64. Muley M. Butcherill

66. Don Bellingley

68. Bonnie Dewers

70. Adria Chipman

72. John S. Go

74. _____

76. Henry P. Bringham

78. E. Hansen

80. Mary C. Clark

82. Betty Katz

84. _____

85. Joseph B. Light
87. Kay J. Gae
89. Suzel D. Mihalopoulos
91. Barbara Sprouse
92. ~~A. Kenneth B. Dyer~~
93. ~~A. Kenneth B. Dyer~~
95. Marjorie K. Giles
97. ~~Inard Lewis~~
99. Helen L. Ebbert
101. Alfred W. Smith
103. Michael J. Fawcett
105. Linda B. Nelson
107. Mrs. Naomi Nelson
109. W. S. Johnson
111. Mrs. George Lund
113. ~~Armenia~~
115. Dianne Partner
117. Paul B. Tropp
119. Van Robinson
121. _____
123. _____
125. Arthur Lore
127. _____
129. Kathleen Lamb

86. Amy Harding
88. Tess Sorensen
90. _____
92. ~~John Johnson~~
94. Joseph H. Demman
96. Amy Vane
98. _____
100. Bernice B. Pichat
102. Camille Olson
104. Joseph J. Julian
106. Thane W. Adams
108. Lesa Zukars
110. Mary J. Lund
112. _____
114. _____
116. Constance S. Spikley
118. Robert Johnson
120. Margaret Richards
122. _____
124. _____
126. _____
128. Earl A. Evans
130. Tom Pearson

131. _____

133. Just Knudsen

135. Hubert E. Stewart

137. Alex Lawson - Bird

139. Glynda C. Christensen

141. Edward H. Brown

143. _____

145. Bea Andersen

147. Helen J. Fowler

149. Phyllis G. Cook

151. Robert S. Stone

153. Orma H. Pedden

155. Larissa Cook

157. _____

159. Laura Peterson

161. Shirley G. Parker

163. Judith R. Mower

165. W. Queen

167. Dilma W. Hansen

169. Juan Casco

171. _____

173. Olga L. Marshall

175. Jane A. Mitchell

132. _____

134. Arvid Patten

136. M. O. Lutter

138. Barthelme Zell

140. Gertrude F. Miller

142. Vesta C. Rockwood

144. Anthony Baker

146. Ethel Peacock

148. _____

150. Arthur Eidesen

152. Harold D. Smith

154. _____

156. Thomas R. M. Mank

158. Alliet Bullock

160. _____

162. Mona Lee Hadley

164. _____

166. _____

168. Barbara P. Johnson

170. Augusta L. Hays


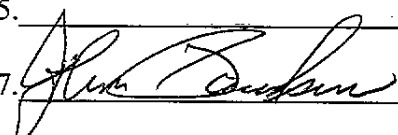

172. _____

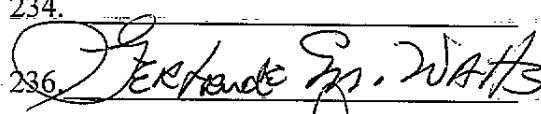
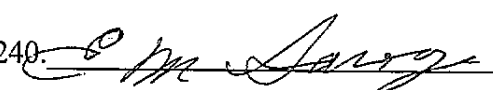
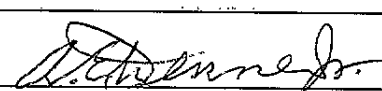
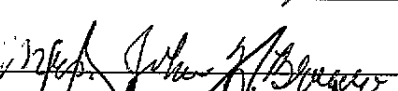

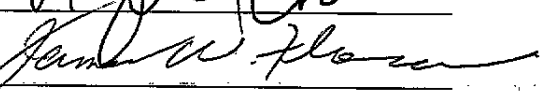
174. Allan M. Green

176. Ray M. B. Cooper

- 177. John B. Telzer
- 179. Arthur L. Yeager
- 181. Barbara J. McKean
- 183. Mary Jane Kloeffe
- 185. Rosemary S. Jenner
- 187. ~~Rippon P. Nunn~~
- 189. _____
- 191. Joe McKoon
- 193. _____
- 195. James S. Mankief
- 197. _____
- 199. Gwendith Thorn
- 201. Lema Fulger
- 203. _____
- 205. Opal Thomson
- 207. ~~Marybeth M. Anderson~~
- 209. Jean St. Laster
- 211. Mary C. Lambert
- 213. ~~Elaine R. Marsden~~
~~Luana Mednick~~
- 215. Luana Mednick
- 217. Elizabeth Monson
- 219. _____
- 221. Mary S. Wilde

- 178. _____
- 180. Jeanne M. Longworth
- 182. Tom Curtis
- 184. Charles L. Lideke
- 186. Arthur Evdasiu
- 188. Matthew J. Eltzwith
- 190. Joyce S. Bumpishaw
- 192. Judi B. Hooks
- 194. _____
- 196. _____
- 198. Mae C. Dunford
- 200. Les W. Reese
- 202. Laveta Harvey
- 204. _____
- 206. H. Mervin Cummings
- 208. Agnes L. Clark
- 210. Wally F. Shell
- 212. He S. Durr
- 214. Wynne E. Durr
- 216. ~~Wally F. Shell~~
- 218. ~~Wally F. Shell~~
- 220. (Blanche C. Peterson)
- 222. _____

223. 
225. Morris Parrish
227. _____
229. Ingrid E. Pochler
231. Delmar E. Schul
233. _____
235. _____
237. 
239. _____
241. Reese R. Williams
243. Audrey S. Drennon
245. Lura B. Peterson
247. Don A. Kristiansen
249. Robert L. Edman
251. Joan W. Martini
253. Ruth E. J. Hatch
255. Richard H. Davis
257. 
Gloria M. Goddard
259. ~~Mabel Bryant~~
261. Karen Merrell
263. Mabel Bryant
265. Dana Bogard
267. Jack A. & Beverly Moore

224. Richard F. McKean
226. _____
228. Elava R. Begg ^{and}
230. Barbara Hesterman
232. Nora Boord
234. _____
236. 
238. Ellis M. Danson
240. 
242. _____
244. 
246. 
248. 
250. 
252. _____
254. Dan & Melle Williams
256. Joan Hesterman & Marilyn Hesterman
258. _____
260. _____
262. William R. Arnold
264. Karen K. Leach
266. R. E. Bowman
268. _____

269. Julius Anderson

271. Edwin D Cook

273. _____

275. Walter C. Cottle

277. Bessie L. Finley

279. Patricia A. Kline

281. Salvador M. Woods

283. Virvan S. Hawks

285. Kenneth L. Olsen

287. _____

289. Abraham Cookbaugh

291. Marjorie O. Brass

293. Josephine Hazen

295. _____

297. Ruth A. Vacher

270. John W. McHugh

272. Walter von Guntzen

274. John E. Carr

276. _____

278. Kathleen R. Bagg

280. Virginia Zimmerman MAB

282. Catherine Kiser 3-12-98

284. Edna D. Powell

286. _____

288. _____

290. Erick S. Schaefer

292. Josephine Hazen

294. Thomas M. Pegg

296. Herbert Stone