

CD# 196668

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Utah Div. of Corp. & Comm. Code

**ARTICLES OF INCORPORATION  
OF  
ASPEN COVE AT SCOFIELD HOMEOWNERS' ASSOCIATION, INC.  
A NON-PROFIT CORPORATION**

We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators of the corporation under the provisions of the Utah Revised Business Corporation Act (hereinafter called the "Act), do hereby adopt the following Articles of Incorporation for a non-profit Corporation.

**ARTICLE I  
NAME OF CORPORATION**

Name. The name of the corporation (hereinafter called the "Corporation") is

**Aspen Cove at Scofield Homeowners' Association, Inc.**

**ARTICLE II  
DURATION OF CORPORATION**

Period of Duration. This corporation shall exist in perpetuity unless it is otherwise terminated by law, or by the voluntary action of its members.

**ARTICLE III  
PURPOSE AND POWERS**

Purpose and Powers. The purposes for which this Corporation are organized are as follows:

- (1) To generally act as the governing Homeowners Association for a Mountain Home Recreational Subdivision developed by American Recreation & Sports, Inc., dba Aspen Cove at Scofield Subdivision including all Recorded Plats thereof.
- (2) To own, manage, maintain and set reasonable rules for use of such Developed and Undeveloped Common area/s for the owners of Lots in all recorded plats of Aspen Cove at Scofield.
- (3) To elect a five-member Management Committee and a three-member Architectural Committee to manage and conduct the affairs of the Association as generally set forth in the

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“Declaration of Covenants, Conditions and Restrictions, Aspen Cove Subdivision at Scofield, Plat A.”

To set AND COLLECT annual and special assessments from Association Members (Lot Owners at Aspen Cove at Scofield Subdivision) as the Management Committee of this Association deems prudent and necessary to operate, maintain and/or expand the water distribution system, private roads, common properties and recreational facilities and any and other property serving the owners at Aspen Cove at Scofield;

To maintain existing improvements, to make additional additions or improvements which are deemed beneficial to the residents and guests of Aspen Cove at Scofield and to make any assessments for such improvements as are deemed prudent or necessary.

To set dates for which assessments must be paid; and be empowered to assess penalties for late payments, interest, and ultimately to set final dates for payments of all assessments, annual and special, after which such corporation officers shall be empowered to place liens on owners property and to proceed with whatever legal actions it determines are necessary to make collection.

To enforce all rules, regulations, requirements and conditions as are set forth in the Covenants, Conditions and Requirements which are recorded with the Plats "A" and or other Plats that may be recorded in the future for the Second and Third Phases of Aspen Cove at Scofield, which will be referred to as Plat "B" and "C".

To hold annual meetings or other special meetings for the Residents (owners of Lots at Aspen Cove at Scofield) as may be deemed necessary or helpful.

To construct facilities, buildings, additional roads or water or utility systems, purchase, acquire adjacent properties as may generally benefit and upgrade the facilities at Aspen Cove at Scofield as are approved by vote of the Homeowners Association.

To prudently invest funds of the corporation prior to the time such funds are required for payment for services or other obligations. To borrow or raise moneys, on a short-term basis, for any of the legitimate operational purposes of the corporation.

#### ARTICLE IV MEMBERS AND GOVERNANCE

Members. All owners of Lots in Aspen Cove at Scofield and all such Plats as may hereinafter be recorded, shall be Members of this Association (The Corporation).

**Governance.** During January of each year, an annual election of a Five-Person Management Committee this shall be held, according to the Covenants, Conditions, and Requirements recorded as matter of permanent public record along with each Deed of Conveyance in Aspen Cove at Scofield. Such Management Committee shall follow the regulations prescribed in the CC&R's of Aspen Cove at Scofield and further specified in the Bylaws of this Corporation.

Each Lot Holder of Record of Aspen Cove at Scofield shall be given a 30-day notice of the Association's (Corporation's) annual meeting, including such meeting's time and place, in writing at their Member's residence address as recorded in the Carbon County Recorder's Office. The Five-Person Management Committee shall also serve as the Corporation's Trustees and one of the Committee shall act as Agent for the Corporation.

Such management committee and Trustees shall serve for a one-year term. Upon resignation, death or physical/mental inability to serve in such capacity, if it is determined that a replacement Management Committee Member/Trustee is required, a 30-day notice shall be given to all eligible Lot owners; and a time and place of special meeting thereby published.

Recognizing that the Management Committee is given the fiduciary responsibility of maintaining Aspen Cove at Scofield as a prestigious, Mountain Home Community, they are also empowered, generally, to establish reasonable rules and regulations which will maintain and enhanced an up-scale environment, which may entail establishing rules, regulations and other codes of conduct involving Members which will add or maintain to that desired environment, but not establishing anything contrary to the generally intended rules and regulations set forth in the Declaration of Covenants, Conditions and Restrictions, Aspen Cove Subdivision at Scofield, Plat A.

#### ARTICLE V INCORPORATORS

**Incorporators.** The name and post office address of each incorporator is:

Roger H. Nelson, 2662 Skyline Drive, Salt Lake City, Utah 84108

Deanne Nelson, 3696 South Pantera Lane, Salt Lake City, Utah 84106

Mark L. Nelson, 1657 West Ute Road, St. George, Utah 84790

ARTICLE VI  
TRUSTEES AND MANAGEMENT COMMITTEE

Trustees / Management Committee: The initial Trustees and Management Committee shall initially consist of the following five individuals until the first official meeting of the Corporation. Thereafter, The Trustees and Management Committee (consisting of the same persons) shall serve a one year term until elected at a subsequent general annual meeting of the corporation.

Roger H. Nelson, 2662 Skyline Drive, Salt Lake City, Utah 84108  
DeEtte M. Nelson, 2662 Skyline Drive, Salt Lake City, Utah 84108  
Steven L. Nelson, 385 East 3<sup>rd</sup> South, Gunnison, Utah 84634  
Mark L. Nelson, 1648 West Ute Road, St. George, Utah 84790  
Deanne Nelson, 3696 South Pantera Lane, Salt Lake City, Utah 84106

ARTICLE VII  
VOTING RIGHTS

Every person of record who owns a lot or lots in Aspen Cove at Scofield Plat "A" or of any successively recorded Plat, shall be a Member and have voting privileges as specified below:

There shall be classes of Members:

**CLASS A MEMBERS:** All the Lot Owners of Aspen Cove at Scofield except the Developer, or Declarant as identified in the CC&R's, American Recreation & Sports, dba Aspen Cove at Scofield.

**CLASS B MEMBER:** The Developer, American Recreation & Sports, dba Aspen Cove at Scofield.

Class A members shall be entitled to one vote for each lot owned in Plat "A"; while Class B Member shall be entitled to three votes per lot owned in Plat "A"; and as further specified in the Bylaws for the Association.

The Management Committee/ Board of Directors, is and shall be, authorized to transact the business and exercise all the powers of the corporation with their duties and responsibilities more fully specified in the Association Bylaws.

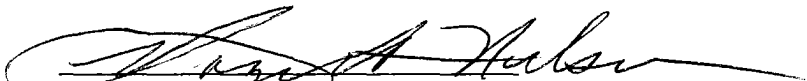
In furtherance and not in limitation of the powers conferred by statute, the Management Committee/ Board of Directors is expressly authorized to make, alter, amend and/or repeal the By-Laws of the Corporation so long as those amendments do not materially change the general

purposes and rules and regulations established in the Declaration of Covenants, Conditions and Restrictions, Aspen Cove Subdivision at Scofield, Plat "A".

ARTICLE VIII  
INITIAL ADDRESS OF REGISTERED OFFICE AND OF ITS INITIAL  
REGISTERED AGENT

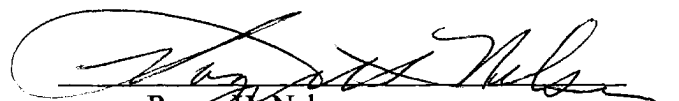
The address of the initial registered office of the Corporation is 2662 Skyline Drive, Salt Lake City, Utah 84108, and the initial Registered Agent at such office is Roger H. Nelson, 2662 Skyline Drive, Salt Lake City, Utah 84108, (801) 582-7755.


I hereby acknowledge and accept appointment as corporation registered agent:


  
Roger H. Nelson

IN WITNESS WHEREOF. WE Roger H. Nelson, Deanne Nelson and Mark L. Nelson have executed, under penalties of perjury, these Articles of Incorporation in duplicate this 7<sup>th</sup> day of January, 1997 and say:

That they are all incorporators herein; that they have read the above and foregoing Articles of Incorporation; know the contents thereof and that the same is true to the best of their knowledge and belief, excepting as to matters herein alleged upon information and belief and as to those matters they believe are to be true.

  
Roger H. Nelson

  
Deanne Nelson

  
Mark L. Nelson

State of Utah  
Department of Commerce  
Division of Corporations and Commercial Code

I hereby certify that the foregoing has been filed  
and approved on the 7<sup>th</sup> day of Jan, 1997  
in the office of this Division and hereby issue  
this Certificate thereof.

Examiner

Date

1-6-97



  
KORLA T. WOODS  
Division Director