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Utah Div. Of Corp. & Comm. Code

**RESTATED**  
**ARTICLES OF INCORPORATION (NON-PROFIT)**  
**Of**  
**DURFEE CREEK ASSOCIATION, INC.**

**(Formerly known as DURFEE CREEK, INC., ASSOCIATION)**

The undersigned, by executing and delivering to the Division of Corporations and Commercial Code of the Department of Commerce of the State of Utah (hereinafter, "the Division") hereby restates the Articles of Incorporation for Durfee Creek Association, Inc. (formerly known as Durfee Creek, Inc., Association), a Utah Nonprofit Corporation (hereinafter, "the Association"), pursuant to UCA Section 16-6a-1006.

These Restated Articles of Incorporation were adopted by the board of directors without member action and pursuant to UCA 57-8a-221 and 16-6a-1002, member action was not required.

**ARTICLE I - NAME**

The name of the non-profit corporation is Durfee Creek Association, Inc..

**ARTICLE II - PRINCIPLE OFFICE**

The principal office of the Association is 6714 North Durfee Creek Road, Liberty, Utah 84310

**ARTICLE III - REGISTERED AGENT**

Diane Zielinsky, whose address is 6679 North Durfee Creek Road, Liberty, Utah 84310 is hereby appointed as the registered agent of the Association.

**ARTICLE IV - BUSINESS PURPOSE**

The Association does not contemplate pecuniary gain or profit to the members thereof. The specific purposes for which it is formed are to provide for (a) a community association; (b) the operation, maintenance, repair and replacement of a community sewer and septic system; (c) the maintenance and use of common areas, including any improvements thereto, as designated on the subdivision plat maps for all phases of Durfee Creek Estates and any future additions thereto, as approved and recorded by Weber County, Utah; (d) architectural integrity and standards of property use; and (e) the health, safety and welfare of community residents and property owners.

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## **ARTICLE V - MEMBERSHIP AND VOTING RIGHTS**

The Association shall have one class of membership. Association members shall be the owners of subdivision lots in all phases of Durfee Creek Estates and any future additions thereto. Membership shall be appurtenant to and may not be separated from ownership of any lot. The foregoing is not intended to persons or entities that hold an interest merely as security for the performance of an obligation. Association members shall be entitled to one vote for each lot owned. When more than one person holds an interest in any lot, all such persons shall be members. The vote for such lot shall be exercised as the owners determine, but in no event shall more than one vote be cast for any lot.

## **ARTICLE VI - BOARD OF DIRECTORS**

The Association shall be managed by a Board of Directors consisting of three (3) individuals who need not be members of the Association. The number of directors may be changed by revision to the By-laws of the Association. The names and addresses of the current Directors are:

Diane Zielinsky	6679 North Durfee Creek Road, Liberty, Utah 84310
John Allaire	6783 North Durfee Creek Road, Liberty, Utah 84310
Barry Swartz	6759 North 2100 East, Liberty, Utah 84310

At the annual meeting of the Association, members shall elect directors in the manner and for the term or terms specified in the By-Laws of the Association.

## **ARTICLE VII - DISSOLUTION**

The Association may be dissolved with assent given in writing and signed by not less than two-thirds (2/3) of the members thereof. Upon dissolution of the Association, other than incident to merger or consolidation, the assets of the Association shall be distributed in a manner consistent with the laws of the State of Utah.

## **ARTICLE VIII - DURATION**

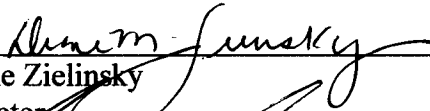
The Association shall exist perpetually.

## **ARTICLE IX - AMENDMENTS**


All amendments shall require the written assent of two-thirds (2/3) of all lot owners.

**IN WITNESS WHEREOF**, for the purpose of restating the foregoing Articles of Incorporation, we, the undersigned, constituting the Board of Directors of the

Association, have executed these Restated Articles of Amendment this 25<sup>TH</sup> day of APRIL, 2012.

  
\_\_\_\_\_  
Diane Zielinsky  
Director

  
\_\_\_\_\_  
John Allaire  
Director

  
\_\_\_\_\_  
Barry Swartz  
Director