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APR 27 2006

UT. DIV. of CORP. & COMM CODE

Department of Commerce
Division of Corporations and Commercial Code
I hereby certified that the foregoing has been filed
and approved on this 20th day of Apr 2006
In this office of this Division and hereby issue
this Certificate thereof
Examiner PJ Date 5/12/06



Kathy Berg
Kathy Berg
Division Director

**ARTICLES OF INCORPORATION
OF
RIO DE SIÓN OWNERS ASSOCIATION, INC.**

THE UNDERSIGNED, acting as the incorporator of a corporation under the Utah Revised Nonprofit Corporation Act, Chapter 6a of Title 16 of the Utah Code of 1953, as amended (hereinafter called the "Act"), hereby adopts the following Articles of Incorporation for such corporation:

**ARTICLE
NAME**

The name of the nonprofit corporation shall be RIO DE SIÓN OWNERS ASSOCIATION (the "Corporation").

**ARTICLE
EXISTENCE**

The Corporation shall have perpetual existence

**ARTICLE III
DEFINITIONS**

Capitalized terms used in these Articles, if not defined herein, shall have the meanings set forth in the Declaration of Covenants, Conditions, Easements and Protective Covenants for Rio de Sión (as may be amended, supplemented and/or restated from time to time) recorded in the Recorder's Office of Washington County, Utah ("Declaration").

**ARTICLE IV
PURPOSES AND POWERS**

The Corporation is organized to be and constitute the Association to which reference is made in the Declaration. The Corporation is not organized in contemplation of pecuniary gain or profit to its members. The specific purposes for which the Corporation is organized are:

- (a) Managing, operating, insuring, constructing, improving, repairing, replacing, altering and maintaining the Association Property,
- (b) Enforcing such use and maintenance consistent with the Declaration as shall protect and enhance the investment and use of all Units and Improvements,
- (c) Providing certain facilities, services and other benefits to the Owners;

- (d) Administering and enforcing the covenants, conditions, restrictions, reservations and easements created the Declaration,
- (e) Levying, collecting and enforcing the Assessments, charges and liens imposed pursuant to the Declaration,
- (f) Taking any action that it deems necessary or appropriate to protect the interests and general welfare of Owners, and
- (g) Any other purpose permitted by law.

Each purpose specified herein is an independent purpose and is not to be restricted by reference to or inference from the terms of any other purpose.

Unless expressly prohibited by law or the Declaration or the Corporation's Bylaws, the Corporation may (a) take any and all action it deems necessary or advisable to fulfill its purposes, and (b) exercise all powers that may be exercised in Utah by nonprofit corporations.

ARTICLE V MEMBERS

The Corporation shall have such classes of members as may from time to time be prescribed by the Declaration and its Bylaws. Voting rights of members shall be as provided for in the Declaration and the Corporation's Bylaws.

ARTICLE VI SHARES

The Corporation shall issue no capital stock

ARTICLE VII DIRECTORS

The affairs of the Corporation shall be managed by its Board of Directors. Except for the initial Board of Directors whose names are set forth below, the Board of Directors shall be elected or appointed as provided in the Declaration and in the Corporation's bylaws. The number of Directors constituting the Board of Directors of the Corporation shall be fixed by the Declaration and the Corporation's Bylaws, except that there shall not be less than three (3). The names and addresses of the persons who are to serve as Directors until the first annual meeting of the Board of Directors or until their successors are elected and qualified, are as follows:

Date 04/27/2006
Receipt Number 1770197
Amount Paid \$52.00

<u>Name</u>	<u>Address</u>
David P Whitehead	2167 Jacob Drive Santa Clara, Utah 84765
Denley Fowlke	491 East Riverside Drive St George, Utah 84790
Michael Crews	P.O Box 300429 Escondido, CA 92030

ARTICLE VIII
REGISTERED AGENT

The initial registered agent of the corporation shall be David P. Whitehead. The address of the initial registered office is 2167 Jacob Street, Santa Clara, Utah 84765

ARTICLE IX
LIMITATIONS ON LIABILITY

To the fullest extent allowable under the Act, a director or officer of the Corporation shall not be personally liable to the Corporation or its members for civil claims arising from acts or omissions made in the performance of his or her duties as a director or officer, unless the acts or omissions are the result of his or her intentional misconduct. The private property of the directors and officers of the Corporation shall not be liable for the obligations of the Corporation. To the fullest extent permitted by the Act, the Declaration and the Corporation's Bylaws, the Corporation shall indemnify each director and officer of the Corporation

ARTICLE X
BYLAWS

The Board of Directors shall have the power to make such Bylaws as it deems proper for the management of the affairs of the Corporation. The regulation and management of the affairs of the Corporation shall be set forth in such Bylaws so long as the Bylaws are not inconsistent with these Articles or the Declaration

ARTICLE XI
AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles by the affirmative vote of not less than 67% of the voting interests of all of the Members so long as the Articles of Incorporation as amended contain only such

provisions as are lawful under the Act and so long as the Articles of Incorporation as amended shall not be contrary to or inconsistent with any provision of the Declaration.

ARTICLE XII
DISSOLUTION

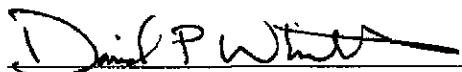
The corporation may be dissolved only upon termination of the Declaration and with the assent given in a written instrument signed by 67% of the members. Written notice of a proposal to dissolve, setting forth the reasons therefore and the disposition to be made of the assets, as set forth below, shall be mailed to every member at least 90 days in advance of any action taken. Upon dissolution of the corporation, other than incident to a merger or consolidation, the assets both real and personal of the corporation, shall be dedicated to an appropriate public agency or agencies or utility or utilities to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the corporation. In the event that such dedication is not accepted, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the corporation. No such disposition of corporation land shall be effective to divest or diminish any right, title or easement of any member vested in him under the Declaration, unless made in accordance with the provisions of the Declaration

ARTICLE XIII
INCORPORATOR

The name and address of the incorporator of the Corporation is as follows:

David P. Whitehead
2167 Jacob Street
Santa Clara, Utah 84765

DATED this 24 day of April, 2006



David P. Whitehead
Incorporator

CERTIFICATE OF REGISTERED AGENT

The undersigned hereby accepts and acknowledges appointment as the initial registered agent of the Corporation named above, and confirms that the undersigned meets the requirements of the Act


David P Whitehead, Registered Agent



State of Utah
DEPARTMENT OF COMMERCE
Division of Corporations & Commercial Code
Articles of Amendment to Articles of Incorporation (Non-Profit)

RECEIVED
JAN 21 2021

Entity Number: 12084581-0140

Non-Refundable Processing Fee: \$17.00

Pursuant to UCA §16-6a part 10, the individual named below causes this Amendment to the Articles of Incorporation to be delivered to the Utah Division of Corporations for filing, and states as follows:

1. The name of the corporation is: RIO DE SION OWNERS ASSOCIATION, INC.
2. The date the following amendment(s) was adopted: 01/19/2021
3. If changing the corporation name, the new name of the corporation is:
RIO DE SION HOMEOWNERS ASSOCIATION, INC.
4. The text of each amendment adopted (include attachment if additional space needed):

5. Indicate the manner in which the amendment(s) was adopted (mark only one):

- The amendment was adopted by the board of directors or incorporators without member action and member action was not required.
- The amendment was adopted by the members AND the number of votes cast for the amendment by each voting group entitled to vote separately on the amendment was sufficient for approval by that voting group.

6. Delayed effective date (if not to be effective upon filing) _____ (MM-DD-YYYY not to exceed 90 days)

Under penalties of perjury, I declare that this Amendment of Articles of Incorporation has been examined by me and is, to the best of my knowledge and belief, true, correct and complete.

By: _____ Title: DIRECTOR

Dated this 19TH day of JANUARY, 2021

Under GRAMA (33C-2-201), all registration information maintained by the Division is classified as public record. For confidentiality purposes, you may use the business entity physical address rather than the residential or private address of any individual affiliated with the entity.

Filing/Faxing Information: www.corporations.utah.gov/contactus.html Division's Website: www.corporations.utah.gov

State of Utah
Department of Commerce
Division of Corporations and Commercial Code
I hereby certified that the foregoing has been filed
and approved on this 19 day of Jan, 2021
in this office of this Division and hereby issued
This Certificate thereof.

Examiner SD Date 1/21/21

04/19



Jason Sterzer
Jason Sterzer
Division Director

JAN 20 '21 AM 7:46



State of Utah
 Department of Commerce
 Division of Corporations & Commercial Code
 Articles of Incorporation (Nonprofit)

This form cannot be hand written. Receipt Number: 8659482

Date: 12/23/2020

Amount Paid: \$30.00

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 DEC 23 2020

Important: Read instructions before completing form Non-Refundable Processing Fee: \$30.00

1. Name of Corporation:	RIO DE SION OWNERS ASSOCIATION, INC.		
2. Purpose:	OWNERS ASSOCIATION AND ANY LAWFUL PURPOSE		
3. Who/What is the name of the Registered Agent (Individual or Business Entity or Commercial Registered Agent)?	JANA CAMPBELL		
The address must be listed if you have a non-commercial registered agent. What is a commercial registered agent?			
Address of the Registered Agent: 1137 SOUTH 840 WEST / P.O. BOX 580			
Utah Street Address Required, PO Boxes can be listed after the Street Address			
City:	HURRICANE	State	UT Zip: 84737
4. Name, Signature and Address of Incorporator (attach additional page if there is more than 1 incorporator)	JANA CAMPBELL Name P.O. BOX 580, HURRICANE, UT 84737 Address Signature: <i>[Signature]</i> Date: 12/22/2020		
5. Voting Members:	The nonprofit corporation <input checked="" type="radio"/> will <input type="radio"/> will not have voting members.		
6. Shares:	The nonprofit corporation <input type="radio"/> will <input checked="" type="radio"/> will not issue shares evidencing membership or interests in water or other property rights.		
	The aggregate number of shares that the nonprofit corporation has authority to issue shall be <input type="text"/>		
	The shares <input type="checkbox"/> will <input type="checkbox"/> will not be divided up in to classes.		
	Type 1:	<input type="text"/>	Number of Shares: <input type="text"/>
Type 2:	<input type="text"/>	Number of Shares: <input type="text"/>	
7. Assets: Upon dissolution assets of the corporation will be distributed in a manner consistent with law.			
8. Principal Address:	1898 N KOLOB RD # 7 / P.O. BOX 790236, VIRGIN, UT 84779		
9. Name and Address of Directors: (attach an additional page if there are more than 3 directors)	1. JANA CAMPBELL	DIRECTOR	
	Name	Position	
	P.O. BOX 580, HURRICANE, UT 84737	City	State Zip
	2. JASON CAMPBELL	DIRECTOR	
	Name	Position	
	P.O. BOX 580, HURRICANE, UT 84737	City	State Zip
3. JOHN STAPLES	DIRECTOR		
Name	Position		
P.O. BOX 790236, VIRGIN, UT 84779	City	State Zip	
Under GRAMA (63G-2-201), all registration information maintained by the Division is classified as public record.			
Optional Inclusion of Ownership Information: This information is not required.			
Is this a female owned business?	<input type="radio"/> Yes	<input type="radio"/> No	If yes, please specify: <input type="text"/> Select/Type the race of the owner here
Is this a minority owned business?	<input type="radio"/> Yes	<input type="radio"/> No	

State of Utah
 Department of Commerce
 Division of Corporations and Commercial Code
 I hereby certified that the foregoing has been filed
 and approved on this 23rd day of Dec 2020
 in this office of this Division and hereby issued
 This Certificate thereof.

2020 DEC 23 4:15 PM

01/14

Examiner JL Date 12/23/2020
[Signature]
 Jason Sterzer
 Division Director



17084561-10140