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MAY - 6 1999

UTAH DIV. OF CORP. AND COMM. CODE

ARTICLES OF INCORPORATION
OF
UNION WOODS PARK HOMEOWNERS ASSOCIATION, INC.

In compliance with the requirements of the Utah Nonprofit Corporation and Cooperative Association Act, the undersigned, residents of Salt Lake County, State of Utah, being of full age, have this day voluntarily formed a corporation not for profit, and do hereby certify:

ARTICLE I
NAME

05-06-99A08:03 RCVD

The name of the corporation is the UNION WOODS PARK HOMEOWNERS ASSOCIATION, INC., (hereafter referred to as the "Association").

ARTICLE II
PRINCIPAL OFFICE

The principal office of the Association is located at 970 Woodoak Lane, Salt Lake City, Utah 84117.

ARTICLE III
REGISTERED AGENT

The President of the Association, CHRISTOPHER P. GAMVROULAS, whose address is 970 Woodoak Lane, Salt Lake City, Utah 84117, is hereby appointed the initial Registered Agent of the Association.

ARTICLE IV
PURPOSE AND POWERS OF THE ASSOCIATION

The Association is organized as a nonprofit corporation and does not contemplate pecuniary gain or profit to its members. The specific purposes for which the Association is formed is to manage, operate, maintain and regulate the common elements, areas and facilities at the UNION WOODS PARK P.U.D., and to promote the health, safety and welfare of the residents therein, and to take any other action and to enter into any other transactions which may be reasonably necessary to accomplish the foregoing.

ARTICLE V
MEMBERSHIP

All of the lot owners of the UNION WOODS PARK P.U.D. shall be members of the Association.

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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 5-6-99 day of May in the office of this Division and hereby issue this Certificate thereof.

Examiner [Signature] Date 5-6-99



LORENA A. RIFFO
DIRECTOR

ARTICLE VI
VOTING RIGHTS

Each member shall have one (1) vote.

ARTICLE VII
BOARD OF TRUSTEES

The affairs of the Association shall be managed by the Board of Trustees which shall consist of three (3) members, who must be individual Lot owners or the legal agents or representatives of institutional Lot owners. The names and addresses of the persons who are to act in the capacity of members of the Board of Trustees until the selection of their successors are:

Name and Address

Clark D. Ivory
970 Woodoak Lane
Salt Lake City, Utah 84117

H. Ernie Smith
970 Woodoak Lane
Salt Lake City, Utah 84117

Christopher P. Gamvroulas
970 Woodoak Lane
Salt Lake City, Utah 84117

At the first Annual Meeting of the Association, two (2) of the members of the Board shall be appointed or elected for two (2) year terms and the remaining Board Member shall be elected or appointed for a one (1) year term as set forth in the Declaration of Covenants, Conditions & Restrictions for UNION WOODS PARK, P.U.D. Thereafter, all Board Members shall be elected for two (2) year terms.

ARTICLE VIII
DISSOLUTION

The incorporated Association may be dissolved in accordance with Utah law and the Declaration. Upon dissolution, the assets of the corporation shall be divided among all of its members equally.

ARTICLE IX
DURATION

The Association shall exist perpetually.

ARTICLE X
AMENDMENTS

The affirmative vote of at least a majority of the members of the Board of Trustees shall be required and shall be sufficient to amend these Articles. Any amendment so authorized shall be accomplished through the recordation or filing of an instrument executed by the President and Secretary of the Association. In such instrument the Committee shall certify that the vote required by this Section has occurred.

ARTICLE XI
INCORPORATORS

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

Clark D. Ivory
970 Woodoak Lane
Salt Lake City, Utah 84117

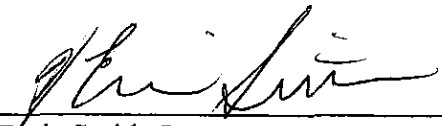
H. Ernie Smith
970 Woodoak Lane
Salt Lake City, Utah 84117

Christopher P. Gamvroulas
970 Woodoak Lane
Salt Lake City, Utah 84117


ARTICLE XII
DEFINITIONS

Except as otherwise provided herein or as may be required by context, all terms used in these Articles shall have the meanings given them by the Declaration and By-Laws.

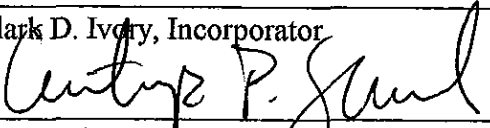
IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Utah, we, the undersigned, as incorporators of the Association, have executed these Articles of Incorporation this 1st day of September, 1998.



H. Ernie Smith, Incorporator



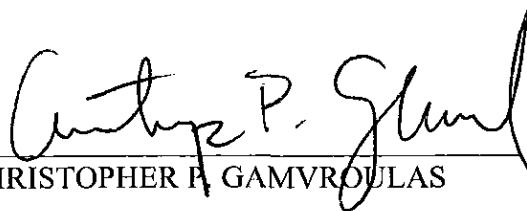
Clark D. Ivory, Incorporator



Christopher P. Gamvroulas, Incorporator

ACKNOWLEDGMENT OF REGISTERED AGENT

The undersigned hereby acknowledges his appointment as the initial Registered Agent of the Association.




CHRISTOPHER P. GAMVROULAS

VERIFICATION AND ACKNOWLEDGMENT

STATE OF UTAH)
 ss.
COUNTY OF SALT LAKE)

On the _____ day of April, 1999, personally appeared before me CHRISTOPHER P. GAMVROULAS, who being by me first duly sworn, did say that he accepted his appointment as the initial Registered Agent of the UNION WOODS PARK HOMEOWNERS ASSOCIATION, INC.

IN WITNESS WHEREOF, I have hereunto set my hand and seal.


NOTARY PUBLIC
Residing at: 

My Commission Expires:

1/18/2001

