

ARTICLES OF INCORPORATION  
OF  
PARK PLACE AT TAHOE HOMEOWNERS ASSOCIATION

We, the undersigned, have voluntarily associated ourselves together for the purpose of forming a non-profit corporation pursuant to the provisions of Sections 81.010 and 81.160, inclusive, of the Nevada revised statutes, and we do hereby make, subscribe, acknowledge, certify and adopt the following Articles of Incorporation:

ARTICLE ONE

NAME

The name of the corporation is:

PARK PLACE AT TAHOE HOMEOWNERS ASSOCIATION

Article II

PURPOSES

The purposes for which the corporation is formed are:

(a) Specifically and primarily to provide for maintenance, preservation and architectural control of the condominium project (herein the "condominium project") of the real property located in the County of Washoe, State of Nevada, and all structures and improvements thereon as more particularly described and set forth as follows:

PARCEL 1:

Units 291 through 353 inclusive, as shown on the Amended Condominium Map of MOUNTAIN SHADOWS OF INCLINE UNIT NO. 9, according to the Map thereof, filed in the office of the County Recorder of Washoe County, State of Nevada, on October 3, 1979, as Document No. 633265.

PARCEL 2:

Sixty three (63) undivided 1/63rd interests in and to the common area as shown on the Amended Condominium Map of MOUNTAIN SHADOWS OF INCLINE UNIT NO. 9, according to the Map thereof, filed in the office of the County Recorder of Washoe County, State of Nevada, on October 3, 1979, as Document No. 633265.

PARCEL 3:

Non-exclusive easements for ingress and egress and the construction and maintenance of utility easements over the common areas as set forth in an instrument recorded November 22, 1978, as Document No. 527570, in Book 1332, Page 895 of Official Records.

PARCEL NO. 4:

An easement for ingress, egress and incidental purposes as set forth in an instrument recorded on June 24, 1983, as Document No. 863110, in Book 1183, Page 918 of Official Records.

(b) Generally:

(1) To promote the health, safety and welfare of the residents of the condominium project;

(2) To exercise all of the powers and privileges and to perform all of the duties and obligations of the corporation arising from the Declaration of Covenants, Conditions and Restrictions applicable to the condominium project;

(3) To fix, levy, collect and enforce payment by any lawful means of charges or assessments pursuant to the terms of the Declaration of Covenants, Conditions and Restrictions of the homeowner's association; to pay all expenses in connection therewith and all office and other expenses incidental to the conduct of the business of the corporation, including all licenses, taxes, or governmental charges levied or imposed against the property of the corporation.

(4) To acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use, or otherwise dispose of real or personal property in connection with the affairs of the corporation;

(5) To borrow money, pledge, secure by deed of trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(6) To hold and to exercise any and all powers, rights and privileges which a corporation organized under the General Nonprofit Corporation Law of the State of Nevada by law may now or hereafter have or exercise; and

(7) To act in the capacity of principal, agent, or otherwise.

(c) Notwithstanding any of the above statements of purposes and powers, the corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of the corporation.

ARTICLE III

LOCATION

The principal office for the transaction of the business of this corporation is to be located at 333 Ski Way, Incline Village, Washoe County, State of Nevada. The mailing address will be Post Office Box 8418, Incline Village, Nevada 89450.

ARTICLE IV

INCORPORATORS

The name and post office address of each of the incorporators are:

R. BLAINE LUNDQUIST  
Post Office Box 8418  
Incline Village, Nevada 89450

GILLIAN MacQUEEN  
Post Office Drawer BT  
Incline Village, Nevada 89450

LOWELL THOMAS  
Post Office Box T  
Incline Village, Nevada 89450

ARTICLE V

DIRECTORS

The number of directors of the corporation shall be not less than three (3) nor more than five (5), which number shall constitute the authorized number of directors until changed by amendment of these Articles or by a Bylaw adopted by the members of this corporation. The names and addresses of the persons who are appointed to act as the first directors of this corporation are as follows:

R. BLAINE LUNDQUIST  
Post Office Box 8148  
Incline Village, Nevada 89450

C.W. MESSENGER  
Post Office Box 8418  
Incline Village, Nevada 89450

LOWELL THOMAS  
Post Office Box T  
Incline Village, Nevada 89450

ARTICLE VI

PERIOD OF EXISTENCE

The term for which this corporation is to exist will not exceed fifty (50) years.

ARTICLE VII

RIGHTS AND PRIVILEGES OF MEMBERS

The authorized number and qualifications of members of the corporation, the different classes of membership, if any, the property, voting and other rights and privileges of the members, and their liabilities for dues and assessments and the method of collection thereof, shall be set forth in the Bylaws or Declaration.

ARTICLE VIII

NONPROFIT CORPORATION

This corporation shall have no capital stock and is not formed for profit. It is a corporation which does not contemplate the distribution of accumulations, gains, profits or dividends to the members thereof, and is a corporation no part of the accumulations, gains or profits of which shall be paid or inure to the benefit of any private person, member or individual,

and no part of the activities of this corporation shall consist of the carrying on of propoganda or otherwise to influence legislation.

#### ARTICLE IX

##### DISTRIBUTION OF INCOME AND PROHIBITED ACTIVITIES

Notwithstanding any other provisions in these Articles of Incorporation, the corporation shall be subject to the following limitations and restrictions:

(a) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954.

(b) The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code.

(c) The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1954.

(d) The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954.

(e) The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954.

(f) The corporation shall not conduct any activity which adversely affects its tax exempt status.

ARTICLE X

AMENDMENTS

Amendment of these Articles shall require the assent of the members representing at least seventy-five percent (75%) of the voting interest then entitled to vote as provided in the Bylaws.

ARTICLE XI

GAINS, PROFITS, DISTRIBUTIONS

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this organization shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private persons. Upon the dissolution or winding up of the corporation, its assets remaining after payment or provision for payment of all its debts and liabilities shall be distributed to a non-profit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

If this corporation holds any assets in trust, or the corporation is formed for charitable purposes, such assets shall be disposed of in such manner as may be directed by decree of the Second Judicial District Court, upon petition therefor by the Attorney General or by any person concerned in the liquidation.

IN WITNESS WHEREOF, the above-mentioned incorporators have signed these Articles of Incorporation this \_\_\_\_ day of \_\_\_\_\_, 1983.

1 CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION  
2 OF

3 PARK PLACE AT TAHOE HOMEOWNERS ASSOCIATION

4 The undersigned do hereby declare and certify that they are officers  
5 and directors of PARK PLACE AT TAHOE HOMEOWNERS ASSOCIATION, a non-profit  
6 corporation, organized and existing under the laws of the State of Nevada; the  
7 original Articles of Incorporation were filed with the Secretary of State on  
8 December 14, 1983 and with the County Clerk of Washoe County on March ,  
9 1985.

10 The undersigned do further declare and certify that at a meeting of  
11 the Board of Directors of PARK PLACE AT TAHOE HOMEOWNERS ASSOCIATION duly  
12 called and held on February 12, 1985, the following Resolution was adopted:

13 RESOLVED: That Article One of the Articles of Incorporation of  
14 PARK PLACE AT TAHOE HOMEOWNERS ASSOCIATION be amended to read in its entirety  
15 as follows:

16 ARTICLE ONE

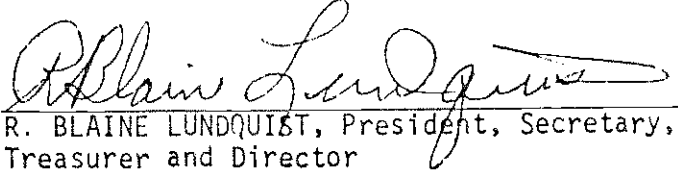
17 NAME

18 The name of the corporation is:

19 BURGUNDY HILL HOMEOWNERS ASSOCIATION.

20 The undersigned do further declare and certify that they have made  
21 and filed this Certificate pursuant to the foregoing Resolution.

22 DATED: March 11, 1985.

23  
24   
25 R. BLAINE LUNDQUIST, President, Secretary,  
26 Treasurer and Director

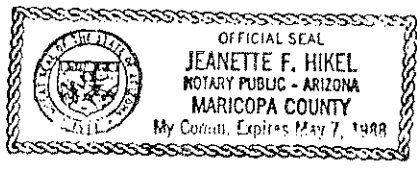
27   
28 C. W. MESSENGER, Director

Arthur A. Loring  
ARTHUR A. P. LORING, Director

STATE OF ARIZONA }  
COUNTY OF MARICOPA } ss.

On this 11<sup>th</sup> day of MARCH, 1985, personally appeared n  
a Notary Public, R. BLAINE LUNDQUIST, C. W. MESSENGER, and ARTHUR A. P. LORI  
known to me to be the persons whose names are subscribed to the foregoing  
instrument, and they, and each of them, duly acknowledged to me that they  
executed the same for the purposes therein mentioned.

Jeanette F. Hikel  
Notary Public



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