

FILED

IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

MAR 17 1992

FILING FEES \$ 25.00
RS RECEIPT # 39452
SUMMIT PROJECT DEVELOPMENT INC.
120 COUNTRY CLUB DR., SUITE 9
P.O. BOX 5889
INCLINE VILLAGE, NV 89450

ARTICLES OF INCORPORATION

CHERYL A. LAU SECRETARY OF STATE

Cheryl A. Lau

of

No.

260092

INCLINE COUNTRY CLUB ESTATES

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, the majority of whom are residents of the State of Nevada, do hereby associate ourselves together for the purpose of forming a nonprofit corporation, pursuant to 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 I

The name of the corporation is:

INCLINE COUNTRY CLUB ESTATES

ARTICLE II

The specific and primary purposes for which this corporation is formed are:

a. To provide management, maintenance, preservation and architectural control over the real property together with the improvements thereon, over which this corporation has jurisdiction as hereinafter stated.

b. To maintain, care for, purchase, own, lease as lessee or otherwise acquire, construct, improve, reconstruct, repair, own and dispose of buildings, structures, streets, roadways, drives, walls, alleys, sewers, electrical, gas, telephone and television services and fixtures, open spaces, parkways, planted and landscaped areas, playgrounds, gates, recreation areas,

and places of amusement and community facilities appropriate for the use and benefit of the members of this corporation, or for the improvement and development of the property or any part thereof, over which this corporation has jurisdiction, and to charge for the use thereof.

c. To hold easements for or the fee to or to improve, maintain, and light streets, roads, courts, walks, gateways and fences; to construct, improve, purchase or maintain sewer systems, storm water sewers and drains upon its easements and properties; to provide for the collection and disposition of street sweepings, ashes, garbage, rubbish and the like and to make and collect charges therefor; insofar as it can legally do so, to grant franchises, rights of way and easements for public utilities and other purposes, upon, over or under any of said property; in respect to streets, roads, alleys, walks, easements or rights of way owned or held by this corporation, to exercise such control as this corporation may deem desirable, subject to the legal rights of way owned or held by this corporation, to exercise such control as this corporation may deem desirable, subject to the legal rights of others; and to erect and maintain adequate signs for marking streets, paths, walks, parks, parkways, common areas or other property.

d. To fix, establish, levy and collect charges and assessments in accordance with these Articles and the Declaration of Covenants, Conditions and Restrictions affecting the property which is subject to the jurisdiction of this corporation.

e. To join in, agree to, assume the burdens and duties

of and to exercise such powers of enforcement, control, interpretation, modification and cancellation of a Declaration of Covenants, Conditions and Restrictions affecting the property over which this corporation has jurisdiction which now are or hereafter may be vested in, delegated to, or assigned to this corporation, and to pay all expenses incidental thereto; to commence and maintain actions and suits to restrain and enjoin the breach or threatened breach of any such Declaration of Covenants, Conditions and Restrictions or any portion thereof or to enforce any such Declarations of Covenants, Conditions and Restrictions affecting property subject to the jurisdiction of the corporation, and to pay the expenses therefor.

f. To expend the moneys received by this corporation for the payment and discharge of costs, expenses and obligations incurred by it in carrying out any and all of the purposes for which this corporation is formed and to pay taxes and assessments which may be levied or assessed upon property owned by the corporation or under its jurisdiction pursuant thereto or to any such Declaration of Covenants, Conditions and Restrictions.

g. To do any and all things which may be authorized, required or permitted to be done by this corporation under and by virtue of any Declaration of Covenants, Conditions and Restrictions affecting the property which is subject to the jurisdiction of this corporation and to do and perform all acts which may be necessary or proper for or incidental to the exercise of any of the express powers of this corporation for the peace, health, comfort, safety or general welfare of the owners and occupants of property subject

to the jurisdiction of this Association.

h. To contract with and become obligated unto any association or person, natural or corporate, owning or having rights of management over any real property adjacent or near realty owned or managed by this corporation for the purpose of joining together mutually to effect the corporate purposes of this corporation.

ARTICLE III

In addition and incidental to the specific and primary purposes for which this corporation is formed, this corporation may carry on any other lawful activity or do any thing whatsoever which the corporation may deem proper or convenient or capable of being carried on, in connection with the foregoing or otherwise, or which may be calculated directly or indirectly to promote the interests of the corporation or of the property over which it has jurisdiction; and to have, enjoy and exercise all of the rights, powers and privileges which are now or which may hereafter be conferred upon nonprofit corporations by the laws of Nevada, including the right to do any and all of the things hereinbefore set forth, as principal and as agent, to the same extent as natural persons might or could do.

ARTICLE IV

"Property over which this corporation has jurisdiction" or "property subject to the jurisdiction of this corporation", as the foregoing terms are used in these Articles, is and refers to that certain real property, or any part or parts or portion or portions thereof, or interest or estate therein, in the County of

Washoe, State of Nevada, more particularly described in Exhibit "A" which is attached hereto and made a part hereof, which is or may hereafter be, but only as and when, made subject to a recorded Declaration of Covenants, Conditions and Restrictions declared and established or approved in writing by INCLINE COUNTRY CLUB ESTATES. The real property referred to in this Article IV is situate in the County of Washoe, State of Nevada, and more fully described in the attached Exhibit "A" which is incorporated herein and made a part hereof by reference.

ARTICLE V

The registered office of the registered Agent of the nonprofit corporation in the State of Nevada is to be located at 120 Country Club, Suite 9, Incline Village, County of Washoe, State of Nevada. The name of the registered Agent is Ken Stoner.

ARTICLE VI

The number of directors of the corporation shall be (3) three, which number shall constitute the authorized number of directors until changes by amendment of these Articles or by a By-Law adopted by the members of this corporation, and the names and addresses of the persons who are appointed to act as the first directors of this corporation are as follows:

Ken Stoner	P.O. Box 5889 Incline Village, NV
Jay Naismith	P.O. Box 5889 Incline Village, NV
Audrey Naismith	P.O. Box 5889 Incline Village, NV

ARTICLE VII

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

ARTICLE VIII

There shall be one membership in the association appurtenant to each of the parcels embraced within the property subject to the jurisdiction of this corporation. The total number of members which this corporation shall be authorized to have shall be eight (8). Each person who or which is shown by a duly acknowledged instrument recorded in the office of the County Recorder of Washoe County, Nevada, to be the owner of a fee interest in each of the numbered parcels embraced within the property subject to the jurisdiction of this corporation, shall be a member of this corporation. Membership shall subsist and continue only for so long as such parcel is shown of record to be the interest of the member.

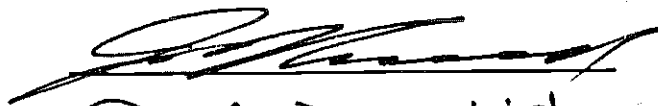
Only one vote shall be allowed for each such parcel notwithstanding such interest may be owned jointly or in common with others.


Proof of status for property establishing membership rights shall be furnished in accordance with the terms of the By-Laws.


ARTICLE IX

The Board of Directors is authorized to adopt By-Laws to govern the affairs of the association, provided, however, that said By-Laws shall not conflict or be contrary to the provisions of these Articles or the Declarations of Restrictions. By-Laws may be adopted or repealed by the vote of a majority of the Board of Directors or a majority of the members at any regular or special meeting thereof.

IN WITNESS WHEREOF, we have hereunto set our hands and
seals this 3rd day of January, ¹⁹⁹²~~1991~~.







STATE OF NEVADA
COUNTY OF WASHOE

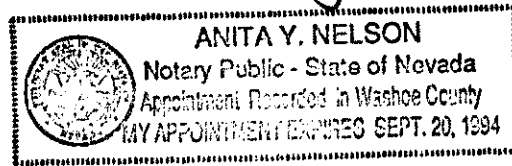
)
)
)
ss

On this Third day of January, ¹⁹⁹²~~1991~~

personally appeared before me, the undersigned, a Notary Public in and for said County and State, KEN STONER, JAY NAISMITH, and AUDREY NAISMITH, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same and that they are the directors named therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written .

Anita Y. Nelson
NOTARY PUBLIC



RECEIVED
RECEIVED
JAN 10 1992
Secretary of State
RECEIVED
FEB 11 1992
Secretary of State