

State of Wyoming

Office of the Secretary of State



United States of America,
State of Wyoming } ss.

I, JOSEPH B. MEYER, Secretary of State of the State of Wyoming, do hereby certify that the filing requirements for the issuances of this certificate have been fulfilled.

CERTIFICATE OF INCORPORATION

OF

... ALPINE MEADOWS PROPERTY OWNERS ASSOCIATION ...

Accordingly, the undersigned, by virtue of the authority vested in me by law, hereby issues this Certificate.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Wyoming. Done at Cheyenne, the Capital, this **22nd** day of **September** A.D., **2005**.



Joseph B. Meyer

Secretary of State

By *Linda O'Neill*

**ARTICLES OF INCORPORATION
FOR
ALPINE MEADOWS PROPERTY OWNERS ASSOCIATION
A
WYOMING NONPROFIT CORPORATION**

FILED: 09/22/2005
CID: 2005-00500012
WY Secretary of State

- I.** The name of the nonprofit corporation is Alpine Meadows Property Owners Association.
- II.** Alpine Meadows Property Owners Association is a mutual benefit corporation.
- III.** The initial registered agent of the Corporation is Christopher Hawks, P.C. The address of the initial registered agent is:

P.O Box 4430
199 East Pearl Avenue, Suite 102
Jackson, Wyoming 83001

- IV.** The mailing address where correspondence and annual report forms can be sent is:

Alpine Meadows Property Owners Association
P.O. Box 610
Jackson, Wyoming 83001

- V.** The name and address of the incorporator is as follows:

Christopher H. Hawks
P.O. Box 4430
Jackson, Wyoming 83001

- VI.** The Corporation will have members.

- VII.** Upon dissolution of the Property Owners Association, the Board of Directors shall provide for the distribution of all assets and liabilities of the Property Owners Association in the following manner:

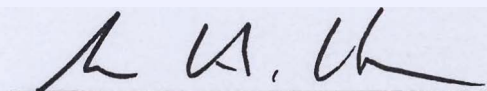
1. All liabilities and obligations of the Property Owners Association shall be paid and discharged or adequate provisions shall be made thereof;
2. Assets held by the Property Owners Association on condition requiring return, transfer or conveyance, which condition occurs by reason of the dissolution, shall be returned, transferred or conveyed in accordance with such requirements; and
3. Assets received and held by the Property Owners Association after provision for liabilities, conditions or use limitations, as specified in paragraphs 1 and 2 above, shall be

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distributed to each member of the Property Owners Association pro rata in the proportion that the base assessment paid by such member in the last calendar year bears to the aggregate base assessments paid by all members of the Association in the last calendar year.

- VIII. In the event of conflict between the provisions of the Declaration of Covenants, Conditions and Restrictions for Alpine Meadows and any supplemental Declarations thereto (the "Declaration") and the provisions of these Articles of Incorporation, the provisions of these Articles of Incorporation shall control.
- IX. The purpose of the Corporation is to conduct the business of a owners association and to engage in any lawful act or activity for which a corporation may be organized under the laws of Wyoming. The Corporation shall be empowered to acquire, rent, lease, let, hold, own, buy, convey, mortgage, bond, sell or assign property, real, personal or mixed, and to borrow money, whether secured or unsecured, and to do and perform all such other acts as are allowed by the laws of the State of Wyoming with respect to nonprofit corporations, as those laws now exist or as they may hereafter provide.
- X. The Corporation shall not afford any pecuniary gain, incidentally or otherwise, to its members, and no part of the net income or net earnings of the Corporation shall inure to the benefit of any member, director, officer, or private person. No substantial part of its activities shall consist of carrying on propaganda or otherwise attempting to influence legislation or intervene in any political campaign on behalf of any candidate for public office. The Corporation shall not lend any of its assets to any officer, director or member of this corporation or guarantee to any other person the payment of a loan mad to an officer, director or member of this corporation.

DATED this 19th day of September, 2005.



Christopher H. Hawks,
Incorporator

**CONSENT TO APPOINTMENT
BY REGISTERED AGENT**

1. I, Christopher Hawks, P.C., voluntarily consent to serve as the registered agent for the Alpine Meadows Property Owners Association on the date shown below.

2. I certify that I am a business who resides in this state and whose business office is identical with the registered office.

3. The physical address of the registered agent is:

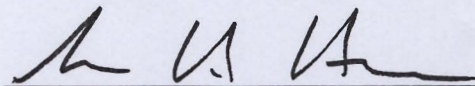
199 East Pearl Avenue, Suite 102
Jackson, Wyoming 83001.

4. The mailing address of the registered agent is:

Post Office Box 4430
Jackson, Wyoming 83001.

DATED this 19th day of September, 2005.

Christopher Hawks, P.C.

A handwritten signature in black ink, appearing to read 'A U H', is written over a horizontal line.

By: Christopher H. Hawks, President