

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

AUG 1 1969

JOHN KOONTZ - SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

INCLINE CREST ASSOCIATION NUMBER TWO

John Koontz
No. 2202-67

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, a majority of whom are residents of the State of Nevada, hereby associate themselves into a nonprofit corporation pursuant to the provisions of sections 81.010 to 81.160, inclusive, of Nevada Revised Statutes, and hereby certify and adopt the following articles of incorporation.

ARTICLE I

The name of the corporation is INCLINE CREST ASSOCIATION NUMBER TWO.

ARTICLE II

The purposes for which the corporation is formed are:

1. To maintain, care for, purchase, own, lease as lessee, or otherwise acquire, construct, improve, repair, reconstruct, own and dispose of buildings, structures, streets, roadways, drives, walls, alleys and sewers; electrical, gas, telephone and television services and fixtures; dressing rooms, laundry areas and facilities and swimming pools; and equipment accessory to such parks, open spaces, parkways, planted and landscaped areas, playgrounds, recreation areas, tennis courts, club houses, places of amusement and community facilities as are appropriate for the use and benefit of the members of the corporation, or for the improvement and development of the property or any part thereof described in Exhibit A attached hereto, and to charge for the use thereof.

2. To hold easements for, or the fee to, or to improve, maintain, and light streets, roads, alleys, courts, walks, gateways, fences, ornamental features, fountains, shelters, comfort stations, and similar buildings and improvements, grass plots and other areas and plantings; to care for, plant and replant trees, shrubs or other plants on streets, parks, playgrounds, easements or any property described in Exhibit A; 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 the corporation, to exercise such control as the 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.

1 3. To fix, establish, levy and collect charges and assess-
2 ments in accordance with these articles and the Declaration of
3 Covenants, Conditions and Restrictions affecting the property
4 described in Exhibit A.

5 4. To join in, agree to, assume the burdens and duties of,
6 and to exercise such powers of enforcement, control, interpreta-
7 tion, modification and cancellation of a Declaration of Covenants,
8 Conditions and Restrictions affecting the property described in
9 Exhibit A as now are or hereafter may be vested in, delegated to,
10 or assigned to the corporation, and to pay all expenses incidental
11 thereto; to commence and maintain actions and suits to restrain
12 and enjoin the breach or threatened breach of any such Declaration
13 of Covenants, Conditions and Restrictions or any portion thereof
14 or to enforce any such Declaration of Covenants, Conditions and
15 Restrictions affecting property described in Exhibit A, and to pay
16 the expenses thereof.

17 5. To expend the moneys received by the corporation for
18 the payment and discharge of costs, expenses and obligations incur-
19 red by it in carrying out any and all of the purposes for which it
20 is formed, and to pay taxes and assessments which may be levied or
21 assessed upon property described in Exhibit A pursuant hereto or
22 to any such Declaration of Covenants, Conditions and Restrictions.

23 6. To do any and all things which may be authorized,
24 required or permitted to be done by the corporation under and by
25 virtue of any Declaration of Covenants, Conditions and Restrictions
26 affecting the property described in Exhibit A, and to do and per-
27 form all acts which may be necessary or proper for or incidental to
28 the exercise of any of the express powers of the corporation for
the peace, health, comfort, safety or general welfare of the owners
and occupants of property subject to the jurisdiction of the cor-
poration.

29 7. To contract with and become obligated to any association
30 or person, natural or corporate, owning or having rights of manage-
31 ment over any real property adjacent to or near property described
32 in Exhibit A for the purpose of joining together mutually to effect
the corporate purposes of the corporation.

3. To engage in any activity lawful for a nonprofit corpora-
tion.

ARTICLE III

The place where the principal business of the corporation
will be transacted is 701 Campbell Road, Incline Village, Washoe
County, Nevada.

ARTICLE IV

The term for which the corporation is to exist is fifty
years.

1 ARTICLE V

2 The number of directors of the corporation shall be three
3 until otherwise provided by amendment of these articles or by
4 adoption of a bylaw. The names and addresses of the members of
5 the initial board of directors are as follows:

6 Robert E. Hurley
7 770 Fairview Boulevard
8 Incline Village, Nevada

9 Paul H. Wright
10 Wassou Road
11 Crystal Bay Park Subdivision
12 Crystal Bay, Nevada

13 Dorothy A. Wright
14 Wassou Road
15 Crystal Bay Park Subdivision
16 Crystal Bay, Nevada

17 ARTICLE VI

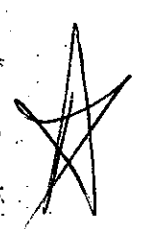
18 Bylaws of the corporation shall be adopted by a majority of
19 the members of the corporation as provided in section 81.080 of
20 Nevada Revised Statutes, and may be amended or repealed by the mem-
21 bers or by the board of directors subject to the provisions of
22 such section.

23 ARTICLE VII

24 The corporation shall have one class of members whose rights
25 and interests shall be equal and identical, except only as to vot-
26 ing rights as hereinafter provided, and the total number of members
27 which the corporation shall be authorized to have shall be thirty-
28 two (32). No member shall hold more than one membership. Each
29 person who or which is shown by a duly acknowledged instrument
30 recorded in the Office of the County Recorder of Washoe County,
31 Nevada, to be the owner of a fee interest in one or more numbered
32 parcel embraced within the property described in Exhibit A, shall
be a member of this corporation, except that:

a) Notwithstanding that more than one person may be shown
of record to be the owners of such interest jointly or in common
with others, only one of such joint or common owners shall be a
member;

BYLAWS



1 b) Membership shall continue only for so long as such
2 interest is shown of record to be the interest of the member;

3 c) Notwithstanding that the corporation may own any such
4 interest as would otherwise entitle the corporation to be a mem-
5 ber, the corporation shall not be a member.

6 ARTICLE VIII

7 The voting rights of the corporation shall be vested in the
8 members thereof. Each member shall be entitled to as many votes
9 as the number of numbered parcels embraced within the property
10 described in Exhibit A of which such member is shown by an instru-
11 ment duly acknowledged and recorded in the Office of the County
12 Recorder of Washoe County, Nevada, to be the owner, but only one
13 vote shall be allowed for each such parcel, notwithstanding that
14 such interest may be owned jointly or in common with others.

15 ARTICLE IX

16 The numbered parcels and the interest of each member of the
17 corporation therein shall be subject to such charges and assess-
18 ments, and to costs, fees, penalties and interest for the late
19 payment thereof, as shall from time to time be determined by the
20 board of directors by resolution adopted at any regular or special
21 meeting, and the members shall be subject to such membership fees
22 as provided in the bylaws of the corporation, all subject, however,
23 to the limitations contained in the Declaration of Covenants,
24 Conditions and Restrictions affecting the property described in
25 Exhibit A, and each member shall be liable for the payment thereof
26 to the extent that the same relate to the parcel or parcels of
27 which such member is the record owner. Upon the failure of any
28 member to pay any and all charges and assessments when due, and
29 any costs, fees, penalties or interest relating to the same when
30 past due, the same shall be enforceable against such member and
31 shall be enforceable against the interest of such member in the
32 particular parcel or parcels subject to the same in the same manner
33 and following the same procedure to the extent applicable as is

1 provided by the laws of the State of Nevada for a trustee's sale
2 under a power of sale in a deed of trust.

3 ARTICLE X

4 The corporation shall have no capital stock and is not
5 formed for profit. It is a corporation which does not contemplate
6 the distribution of accumulations, gains, profits, or dividends to
7 the members thereof, and as a corporation, no part of the accumula-
8 tions, gains or profits of which shall be paid or inure to the
9 benefit of any private person, member or individual. No part of
10 the activities of the corporation shall consist of the carrying on
11 of propaganda or otherwise attempting to influence legislation.

12 ARTICLE XI

13 All of the assets and property of the corporation are irrev-
14 ocably dedicated to community and civic welfare and interest, and
15 upon the liquidation, dissolution or abandonment of the corporation,
16 none of its assets or property, if any, shall inure to the benefit
17 of any private person, but shall be distributed to a fund or funds,
18 foundation or foundations, or corporation or corporations organized
19 and operated for the purpose of aiding and developing community
20 and civic welfare and interest within the limits of the County of
21 Washoe, State of Nevada, or within such limits and elsewhere; pro-
22 vided, however, that in the absence of a specific designation or
23 designations by the person or persons or board having authority so
24 to do, then the same shall be distributed to the County of Washoe,
25 Nevada, for park and recreational purposes.

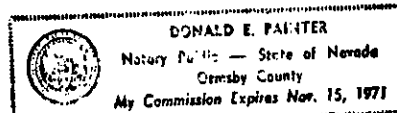
26 IN WITNESS WHEREOF, we have hereunto set our hands and seal
27 this 31st day of July 1969.

28
29 Robert E. Guinan
30 Robert E. Guinan
31 Dorothy A. Wright
32

1 STATE OF NEVADA)
2) ss.
3 COUNTY OF WASHOE)

4 On this 31st day of July, 1969, before me, the
5 undersigned, a Notary Public in and for the aforesaid County and
6 State, personally appeared ROBERT E. HURLEY, known to me to be
7 the person described in and who executed the foregoing instrument,
8 and acknowledged to me that he executed the said instrument freely
9 and voluntarily and for the uses and purposes therein mentioned.

10 IN WITNESS WHEREOF, I have hereunto set my hand and affixed
11 my official seal the day and year in this certificate first above
12 written.

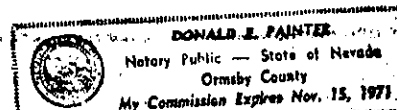


13 Notary Public in and for the County
14 of Washoe, State of Nevada.
15 *ORmsby*
Donald E. Painter

16 STATE OF NEVADA)
17) ss.
18 COUNTY OF WASHOE)

19 On this 31st day of July, 1969, before me, the
20 undersigned, a Notary Public in and for the aforesaid County and
21 State, personally appeared PAUL H. WRIGHT and DOROTHY A WRIGHT,
22 known to me to be the persons described in and who executed the
23 foregoing instrument, and acknowledged to me that they executed
24 the said instrument freely and voluntarily and for the uses and
25 purposes therein mentioned.

26 IN WITNESS WHEREOF, I have hereunto set my hand and affixed
27 my official seal the day and year in this certificate first above
28 written.



29 Notary Public in and for the County
30 of Washoe, State of Nevada.
31 *ORmsby*
Donald E. Painter

SITUATE IN THE COUNTY OF WASHOE, STATE OF NEVADA, AS FOLLOWS, TO-WIT:

PARCEL 1

ALL OF INCLINE CREST NO. 2, A TOWNHOUSE, WASHOE COUNTY, NEVADA, ACCORDING TO THE MAP THEREOF, FILED IN THE OFFICE OF THE COUNTY RECORDER OF WASHOE COUNTY, STATE OF NEVADA, OF FEBRUARY 27, 1968, UNDER FILING NO. 109352, OFFICIAL RECORDS.

PARCEL 2

AN EASEMENT FOR ROADWAY PURPOSES OVER LOT 32 OF INCLINE CREST, A TOWNHOUSE, WASHOE COUNTY, NEVADA, ACCORDING TO THE MAP THEREOF, FILED IN THE OFFICE OF THE COUNTY RECORDER OF WASHOE COUNTY, STATE OF NEVADA, ON OCTOBER 17, 1967, UNDER FILING NO. 99584, OFFICIAL RECORDS.

OFFICE OF
JOHN KOONTZ
SECRETARY OF STATE

THE STATE OF NEVADA

DEPARTMENT OF STATE

I, JOHN KOONTZ, the duly elected, qualified and acting Secretary of State of the State of Nevada, do hereby certify that the annexed is a true, full and correct transcript of the original Articles of Incorporation of

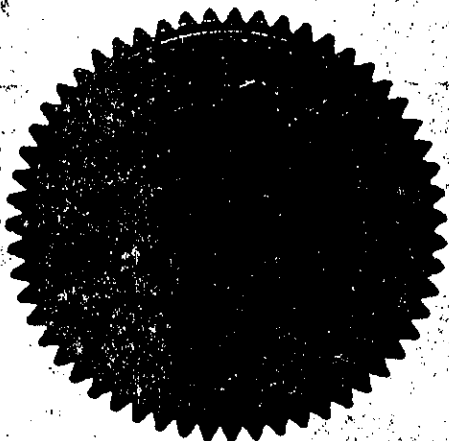
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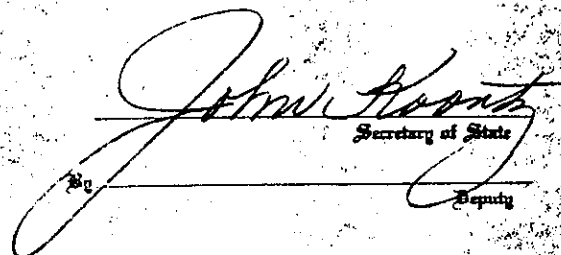
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INCLINE CREST ASSOCIATION NUMBER TWO
H. K. BROWN, CLERK
BY S. NIXON
DEPUTY

as the same appears on file and of record in this office.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed the Great Seal of State, at my office
in Carson City, Nevada, this 1ST day
of AUGUST A. D. 19 69




Secretary of State
Deputy