

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

MAR 29 1984

WIA. SWACKHAMER SECRETARY OF STATE

ARTICLES OF INCORPORATION OF THE
TAHOE VILLAGE HOMEOWNERS ASSOCIATION

Arthur J. Swackhamer
11-2237-84

The undersigned hereby associate themselves to establish a corporation under and by virtue of the laws of the State of Nevada, as provided in Nevada Revised Statutes Chapter 81, Sections 81.4102, 81.540, inclusive, and have executed these Articles of Incorporation for the purpose of forming a non-stock, non-profit cooperative corporation, and certify as follows:

1. NAME: The name of the corporation shall be THE TAHOE VILLAGE HOMEOWNERS ASSOCIATION.
2. PURPOSE: The purposes for which this corporation is formed are:
 - (a) To establish and conduct a non-profit association open for membership only to persons or associations who own or acquire a residence lot and/or a residence unit and/or a resident contract purchaser or purchasers and/or any lot being purchased under a bona fide, duly recorded contract of purchase within what is commonly known as "Tahoe Village Units #'s 1, 2 and 3", originally called "Alpine Village Unit #1" thereafter known as "Tahoe Village Owners Association, Inc." and "Tahoe Village, Inc.", hereafter to be known as the "Tahoe Village Homeowners Association".

The property fully described by these articles may be found and described in that map filed with the Douglas County Recorder in Book Number _____ as Document Number 51633 in the official records of Douglas County, Nevada, and was originally

called "Alpine Village Unit #1".

(b) To perpetuate the purposes for which Alpine Village, Incorporated and its succeeding corporations were formed to provide for the management, maintenance and preservation of the property over which Alpine Village, Incorporated Unit #1 had jurisdiction. In furtherance thereof, to continue to do all things which may be authorized to be done by the declaration of covenants, conditions and restrictions affecting the property included herein as set forth in the Articles of Incorporation and declaration of covenants, conditions and restrictions of Alpine Village, Incorporated, #1.

(c) In order to preserve and maintain the natural and scenic beauty of the area there will be designated as common areas the area not utilized for residence lots. The common areas shall be maintained and owned by this Association which shall maintain and preserve the common areas as green areas in their natural state with the exception of certain portions of the common areas which may be used for swimming pools, walks, stairs or other recreational or related uses.

Such common areas are as designated in the covenants, conditions and restrictions for Tahoe Village Units #'s 1, 2 and 3 and the by-laws of this Association.

(d) To promote the Tahoe Village Units #'s 1, 2 and 3 area as a well-planned and controlled development with first class improvements and to preserve the value for the benefit of each and every owner within Tahoe Village Units #'s 1, 2 and 3.

(e) To assess and collect from each owner within Tahoe Village Units #'s 1, 2 and 3, regular or pro rata

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assessments payable monthly, quarterly, semi-annually or annually, or special assessments, if and when necessary in the manner provided by the declaration of covenants, conditions and restrictions for Alpine Village Unit #1, as adopted herein by reference, and by the by-laws for the purpose of improving, repairing and maintaining the common areas, and to defray the costs and expenses of the operation and management of the Association, and for paying premiums for public liability, property damage and fire or hazard and other insurance on such other common area improvements, and such other sums as the Board of Directors shall determine to be necessary to carry out the purposes of the Association subject to the limitations set forth herein or in the by-laws of the Association or in the declaration of covenants, conditions and restrictions for Alpine Village Unit #1, Inc. as adopted by and on behalf of this Association.

In this connection, the membership shall be subject to such assessments as the Board of Directors may deem reasonably necessary in furtherance of the objects of the corporation, provided, however, that the reserve membership and existing members owning unimproved residence lots shall not be subject to an assessment for more than 50% of the amount assessed to existing members owning improved residence lots. The manner of levying and enforcing assessments shall be in accordance with the declaration of covenants, conditions and restrictions affecting the property over which this corporation has jurisdiction.

(f) To borrow money and issue notes and other evidences of credit in return therefore.

(g) To appoint such agents and officers as its business may require, and such appointed agents may be either persons or corporations.

(h) To admit persons and corporations to membership in the corporation pursuant to the provisions of the by-laws and the declaration of covenants, conditions and restrictions for Tahoe Village Units #'s 1, 2 and 3.

(i) To administer and enforce any and all of the declaration of covenants, conditions and restrictions, the by-laws or these Articles affecting the Tahoe Village Home-owners Association properties as filed in the office of the Douglas County Recorder, State of Nevada as amended and filed.

(j) To purchase, lease, or otherwise acquire, hold, own, enjoy, sell, lease, mortgage and otherwise encumber and dispose of any and all kind of real or personal property of the Association.

(k) To carry on any and all operations necessary or convenient in connection with the transaction of any of its business.

(l) To do any and all things herein set forth to the extent as natural persons might or could do as principals, agents, trustees or otherwise, either alone or in the company of others.

(m) In general to have and exercise all the powers conferred by Nevada Revised Statutes Sections 81.410 to 81.540,

inclusive, upon corporations formed under said provisions, and to do any and all of the things hereinabove set forth to the same extent as natural persons might or could do.

The foregoing clauses shall be construed both as objects and powers, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation otherwise conferred, granted or not prohibited to it by law.

3. PRINCIPAL PLACE OF BUSINESS AND RESIDENT AGENT:

The principal place of business of this corporation shall be located at the Ridge Administration Building, 276 Kingsbury Grade, Stateline, Nevada with mailing address "Tahoe Village Homeowners Association", P.O. Box 5030, Stateline, Nevada, 89449. The corporation shall appoint a resident agent whose location and mailing address shall be the same as listed herein.

4. DURATION: The duration of this corporation shall be fifty years from the date that the Association's predecessor, Alpine Village Unit #1, Inc., was incorporated, unless sooner dissolved pursuant to law, these Articles or the by-laws. The incorporators recognize that the activities perpetuated by the Association began through the Association's predecessor on June 9, 1971.

5. DIRECTORS: The members of the governing board shall be known as directors and the number thereof shall not be less than three nor more than seven, the exact number to be fixed by the by-laws of the corporation; provided, that the number so fixed by the by-laws may be increased or decreased within the limits above specified in accordance with the provisions

set forth in the by-laws.

The names and post office addresses of the first board, consisting of five directors to serve for the first year and/or until their successors have been elected and shall have accepted after being duly qualified, are as follows:

<u>NAMES:</u>	<u>ADDRESSES:</u>
Kirk Nairne	Ridge Tahoe, P.O. Box 5790 Stateline, NV 89449
William J. Vannoy	Ridge Tahoe, P.O. Box 5790 Stateline, NV 89449
Robert F. Farnsworth	P.O. Box 2314 Stateline, NV 89449
George Goldman	Tower Investments, P.O. Box 4950 Stateline, NV 89449

6. INCORPORATORS: The names and post office addresses of each of the following incorporators signing these Articles of Incorporation are as follows:

<u>NAMES:</u>	<u>ADDRESSES:</u>
Kirk Nairne	Ridge Tahoe, P.O. Box 5790 Stateline, NV 89449
William J. Vannoy	Ridge Tahoe, P.O. Box 5790 Stateline, NV 89449
Robert F. Farnsworth	P.O. Box 2314 Stateline, NV 89449
George Goldman	Tower Investments, P.O. Box 4950 Stateline, NV 89449

7. MEMBERSHIP: This corporation shall have no capital stock and shares therein shall not be issued. The corporation shall have two classes of memberships, consisting of reserved memberships and existing memberships. The

rights, interests and voting powers of the two classes shall be identical with the exception of assessments.

Members shall be entitled to one (1) vote for each share held; provided, when one or more persons or entities hold an interest in any unit, the vote for such unit shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any unit.

The membership of each member shall be evidenced by a certificate of membership or other written documentation issued by the Association. Failure to issue such certificate or other written documentation shall in no event affect the rights, privileges or liabilities of membership.

Initially there shall be one thousand (1000) reserved memberships. As each living unit in the subdivision is selected and designated, a reserved membership shall be assigned which shall then become an existing membership which shall then be an appurtenance of such living unit. The number of reserved memberships shall then be reduced accordingly.

A condition of membership shall require the member to be the owner of a living unit together with an undivided interest in the common areas of the subdivision property. In the event more than one person is the owner of the living unit, the membership shall be held by all such persons having an interest in such living unit in the same proportion and in the same manner as title to the living unit is held by them,

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provided, that the membership vote shall be determined by a majority of the ownership interest in such living unit. In the event less than a majority of the ownership interest of a living unit determines how the vote of such living unit shall be cast on any matter to be voted upon by the membership, then the vote of such living unit shall not be counted.

8. NATURE OF CORPORATION: This corporation is one which does not contemplate pecuniary gain or profit to the members thereof, and is organized solely for non-profit purposes. In no event shall a net earning, income or other assets of this corporation be distributed to, or inure to the benefit of, any member, director or officer of this corporation or other private individual, either directly or indirectly, except upon winding up and dissolution. Upon the winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed as provided by law or by the by-laws.

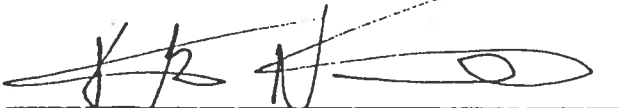
9. BY-LAWS: The Board of Directors shall adopt by-laws for the corporation. After the adoption of the original by-laws by the corporation, the members or the Board of Directors shall have the power and authority to make additional by-laws and alter and amend the by-laws by vote of two-thirds of the directors or a majority of the members.

10. AMENDMENT OF ARTICLES: Amendment of these Articles may only be adopted by complying with the provisions of the non-stock, non-profit cooperative corporation law of Nevada as contained in Nevada Revised Statutes 81.410 through

81.540, inclusive. Any amendment to these Articles shall require the vote or written assent of both the declarant and the members holding a bare majority of the votes held by members of the Association other than the declarant.

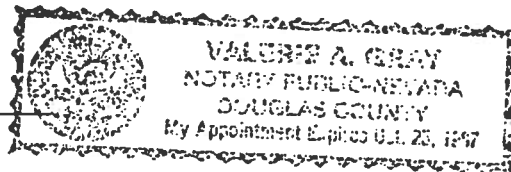
WE, THE UNDERSIGNED, being original members of the corporation, for the purpose of forming a non-stock, non-profit cooperative corporation, in pursuance of the corporation laws of the State of Nevada, being Chapter 81 of the Nevada Revised Statutes, do make and file this certificate, hereby declaring and certifying that the facts herein stated are true.

IN WITNESS WHEREOF, we accordingly have hereunto set our hands and seals this 2nd day of MARCH, 1984.


KIRK NAIRNE

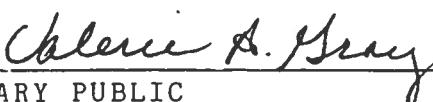
On this 2nd day of MARCH, 1984, personally appeared before me, a Notary Public, KIRK NAIRNE, who acknowledged to me that he executed the above instrument.

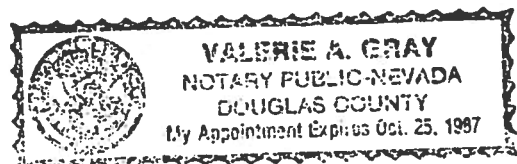

NOTARY PUBLIC




WILLIAM J. VANNOY

On this 2nd day of MARCH, 1984, personally appeared before me, a Notary Public, WILLIAM J. VANNOY, who acknowledged to me that he executed the above instrument.

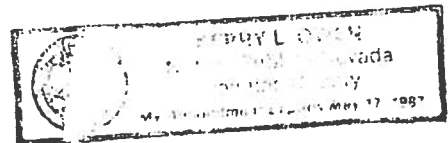

NOTARY PUBLIC



Robert F. Farnsworth
ROBERT F. FARNSWORTH

On this 6th day of March, 1984, personally appeared before me, a Notary Public, ROBERT F. FARNSWORTH, who acknowledged to me that he executed the above instrument.

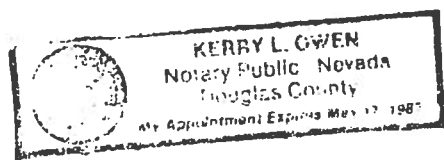
Kerry L. Gwen
NOTARY PUBLIC



George Goldman
GEORGE GOLDMAN

On this 6th day of March, 1984, personally appeared before me, a Notary Public, GEORGE GOLDMAN, who acknowledged to me that he executed the above instrument.

Kerry L. Gwen
NOTARY PUBLIC



STATE OF NEVADA
DEPARTMENT OF
STATE

I hereby certify that this is a true
and complete copy of the document
as filed in this office.

DATED. MAR 29 1984



WM. D SWACKHAMER
Secretary of State

BY

