

ARTICLES OF INCORPORATION

OF

SUMMERFIELD VILLAGE HOMEOWNERS ASSOCIATION

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, have this day voluntarily associated ourselves together for the purpose of forming a non-stock, non-profit Corporation under and pursuant to Nevada Revised Statutes 81.410 through 81.540, and we do hereby certify:

ARTICLE I

NAME

The name of this corporation is SUMMERFIELD VILLAGE HOMEOWNERS ASSOCIATION.

ARTICLE II

OFFICE AND AGENT

The principal place or office of business of said corporation shall be the law offices of BROWN, WELLS, KRAVITZ & SCHNITZER, CHARTERED, 520 South Fourth Street, Las Vegas, Nevada 89101, County of Clark. Gary E. Schnitzer, is hereby appointed the initial resident agent of this corporation.

ARTICLE III

PURPOSES

The purpose for which the corporation is organized is to acquire, construct, manage and maintain and care for property, (i) held by the corporation; (ii) commonly held by members of the corporation, (iii) within the corporation and privately held by members of the corporation, or (iv) owned by a governmental unit and used for the benefit of residents of such unit, all as more



You Does.
FILE COPY

fully set forth in that Declaration of Covenants, Conditions and Restrictions, recorded on May 24, 1982, as Instrument No. 1529576, Book 1570, Official Records, Office of the County Recorder, Clark County, Nevada, and all amendments thereto (hereinafter the "Covenants"). The corporation is not organized for profit and shall not be operated for profit. No part of the net earnings of the corporation shall inure to the benefit of any private member or individual except by the acquisition, construction, management, maintenance and care of property described in the first sentence of this Article and except for rebates of excess membership dues, fees, or assessments.

ARTICLE IV

POWERS

The corporation shall have all the powers available to a non-stock, non-profit corporation, including but not limited to all those powers provided for in the Covenants.

ARTICLE V

CONFLICT

This corporation has been organized pursuant to, and is subject to, the Covenants.

ARTICLE VI

MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot, as the terms "Owner" and "Lot" are defined in the Covenants, which is subjected by the Covenants to assessment by the corporation, including contract sellers, shall be a member of the corporation. The foregoing is not

intended to include persons or entities who hold an interest merely as a security for an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the corporation.

ARTICLE VII

VOTING RIGHTS

The corporation shall have two classes of voting memberships:

Class A. Class A Member(s) shall be all Owners, with the exception of the Declarant, as the "Declarant" is defined in the Covenants, and shall be entitled to one vote for each Lot owned. When more than one person holds any interest in any Lot, all such persons shall be Members, and the vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any such Lot.

Class B. The Class B Member(s) shall be the Declarant and shall be entitled to three (3) votes for each Lot owned which is neither leased, nor rented, nor otherwise occupied as a residence. Leasing, renting, or allowing entry for residential occupancy shall terminate the Declarant's weighted voting advantage in relation to any such Lot so leased, rented, or occupied as a residence, and will limit Declarant in relation to any such Lots to the same voting rights as a Class A Member. The Class B membership shall cease and be converted to a Class A membership on the happening of any of the following events, whichever occurs earlier:

(a) 120 days after the total votes outstanding in the

Class A membership equal the total votes outstanding in the Class B membership or;

(b) Three (3) years after the conveyance of the first Lot by Declarant or;

(c) on January 1, 1984.

ARTICLE VIII

BOARD OF DIRECTORS

The affairs of this corporation shall be managed by a Board of seven (7) directors, who need not be members of the corporation. The number of directors may be changed by amendment of the By-Laws of the corporation. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

At the first annual meeting the members shall elect three directors for a term of one year, two directors for a term of two years and two directors for a term of three years; and at each annual meeting thereafter the Members shall elect the same number of directors as there are directors whose terms are expiring at the time of each election, for terms of three years.

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