

Filing Fee: NONE
(NON-PROFIT)
By: Cox, Felesina & Company
1201 Terminal Way
Suite #207
Reno, Nevada 89502

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION
of the RED ROCK RANCH ASSOCIATION

Pursuant to Nevada Revised Statutes 78.390 the Articles of
Incorporation of the Red Rock Ranch Association are hereby
amended as follows:

The name of the Red Rock Ranch Association shall be changed
to the Sierra Ranchos Property Owners Association.

This change in name was approved at a special meeting of the
members of this corporation and also, this certificate has been
approved by a special resolution of the Board of Directors.

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

APR 19 1979

WM. SWALEHAMER, SECRETARY OF STATE

William Swalehamer

NO. 2017-74

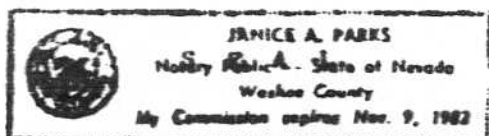
STATE OF NEVADA)
COUNTY OF WASHOE) ss.

James Stewart
President

Robert W. George
Secretary

On this 13th day of April, A.D., 1979, before me,
Janice A. Parks, a Notary Public, in and for the said County and State,
residing therein, duly commissioned and sworn, personally appeared
James Stewart and Robert W. George
known to me to be the persons whose names subscribed to the within Instrument, and
acknowledged to me that they executed the same freely and voluntarily and for the
uses and purposes therein mentioned.

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



Janice A. Parks
Notary Public in and for said County of
Washoe, State of Nevada

SECRETARY OF STATE OF THE
STATE OF NEVADA
JUN 26 1974
WIL SWACKHAMER - SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
RED ROCK RANCH ASSOCIATION

We, the undersigned, do hereby associate ourselves together for the purpose of forming a non-profit corporation, pursuant to the NRS 81.410 - 81.540, and for that purpose do hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is:

RED ROCK RANCH ASSOCIATION

ARTICLE II

The specific and primary purposes for which this corporation is formed are to provide for the management, maintenance and preservation of the property over which this corporation has jurisdiction, every part thereof, and the improvements thereon for the benefit of the owners thereof, for non-profit purposes, and in furtherance of the foregoing purposes to do any and all things which may be authorized, required or permitted to be done by this corporation under and by virtue of the Supplementary Declaration of 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 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 anything 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 may hereafter be conferred upon non-profit corporations by the laws of the State 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; acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the corporation; borrow money, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred; dedicate, sell or transfer pursuant to the Declaration of Restrictions, any interest to all

1 or any part of the Common Area to any public agency, authority,
2 or utility for such purposes and subject to such conditions as
3 may be agreed to by the members; and comply with any further
4 requirements of the Supplementary Declaration of Restrictions
5 recorded against the property over which this corporation has
6 jurisdiction.

7 ARTICLE IV

8 "Property over which this corporation has jurisdic-
9 tion" or "property subject to the jurisdiction of this corpora-
10 tion," as the foregoing terms are used in these Articles is
11 and refers to that certain real property, or any part or parts
12 or portion or portions thereof, or interest or estate therein,
13 in the County of Washoe, State of Nevada to be used as a road
14 or street as shown upon the survey filed June 25, 1971 as
15 document number 210148 in the office of the Recorder, Washoe
16 County, Nevada.

17 ARTICLE V

18 The principal office for the transaction of the
19 business of this corporation is to be Suite 300, 100 North
20 Arlington Street, Reno, Nevada.

21 ARTICLE VI

22 The number of Directors of the corporation shall
23 be three which number shall constitute the authorized number
24 of Directors until changed by amendment of these Articles, or
25 by a bylaw adopted by the members of this corporation; and
26 the names and addresses of the persons who are appointed to
27 act as the first Directors of this corporation are as follows:

28 Peter G. Dueck
29 32730 S. Fraserway
30 Abbotsford, B.C., CANADA

31 David Froese
32 32730 S. Fraserway
33 Abbotsford, B.C., CANADA

34 Marvin Kehler
35 32730 S. Fraserway
36 Abbotsford, B. C., CANADA

37 ARTICLE VII

38 Every person or entity who is a record owner of a
39 fee or undivided fee interest in any unit ownership which is
40 located in property subject to the jurisdiction of this cor-
41 poration shall be a member of the corporation. The foregoing
42 is not intended to include persons or entities who hold an
43 interest merely as security for the performance of an obliga-
44 tion. Membership shall be appurtenant to and may not be

1 separated from any unit ownership.

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3 ARTICLE VIII

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The corporation shall have two (2) classes of voting membership:

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Class A. Class A members shall be all owners of unit ownerships with the exception of Eagle Peak Development Co., or its successors, and shall be entitled to one vote for each unit ownership. When more than one person or entity is shown of record to be the owner of a unit ownership, all such persons or entities shall be members. The vote for such unit ownership shall be exercised as the owners thereof among themselves determine, but in no event shall more than one vote be cast with respect to any unit ownership.

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Class B. Class B members shall consist of Eagle Peak Development Co., or its successors, and shall be entitled to three (3) votes for each unit ownership of which it is the owner in fee. Class B membership shall cease and terminate when the total votes of the Class A members equal or are greater than the total votes of the Class B members. Upon the termination of Class B membership, the Class B member shall be deemed a Class A member, and all members thereafter shall have equal and identical interests and voting rights for each unit ownership.

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ARTICLE IX

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This corporation shall have no capital stock and is not formed for profit. It is a corporation which does not contemplate the distribution of accumulations, gains, profits, or dividends to the members thereof, and as a corporation, no part of the accumulations, gains or profits of which shall be paid or inure to the benefit of any private person, member or individual, and no part of the activities of this corporation shall consist of the carrying on of propaganda or otherwise to influence legislation.

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ARTICLE X

All of the assets and property of this corporation are irrevocably dedicated to the community and civic welfare and interest, and upon the liquidation, dissolution or abandonment of this corporation none of its assets or property shall inure to the benefit of any private person, but shall be distributed to a fund or funds, foundation or foundations, or corporation or corporations organized and operated for the purpose of aiding and developing community and civic welfare and interest within the limits of the County of Washoe, State of Nevada, or within such limits and elsewhere; provided, however, that in the absence of a specific designation or designations by the person or persons or board having authority so to do, then the same shall be distributed to the County of Washoe, Nevada, for park and recreational purposes.

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ARTICLE XI

The term for which this corporation shall exist shall be fifty (50) years.

ARTICLE XII

The subscribers hereto are original members of this corporation and are qualified to so be.

EXECUTED this 25 day of June, 1974.

Irene E. Madrid

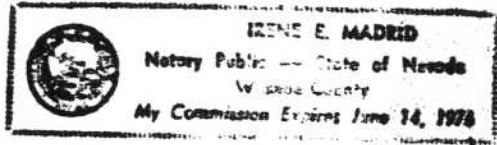
Irene E. Madrid

Betty E. Mudge

STATE OF NEVADA)
)ss.
COUNTY OF WASHOE)

On the 25th day of June, 1974, personally appeared before me, a notary public, Irene E. Madrid who acknowledged that she executed the above instrument.

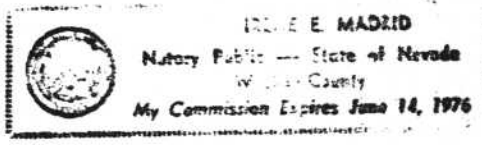
Irene E. Madrid
NOTARY PUBLIC



STATE OF NEVADA)
)ss.
COUNTY OF WASHOE)

On the 25th day of June, 1974, personally appeared before me, a notary public, Irene E. Madrid who acknowledged that she executed the above instrument.

Irene E. Madrid
NOTARY PUBLIC



STATE OF NEVADA)
)ss.
COUNTY OF WASHOE)

On the 25th day of June, 1974, personally appeared before me, a notary public, Betty E. Mudge who acknowledged that she executed the above instrument.

Irene E. Madrid
NOTARY PUBLIC

