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JUL 06 2001

Utah Div. of Corp. & Comm. Sec.

ARTICLES OF INCORPORATION

FOR

STAR HARBOUR ESTATES HOMEOWNERS ASSOCIATION, INC.

The undersigned Incorporator, being a natural person over the age of 18 years, executes these Articles of Incorporation to form and establish a nonprofit corporation under the provisions of the Utah Nonprofit Corporation and Co-operative Association Act, Section 16-6-18 et seq. Of the Utah Code, and adopts the following Articles of Incorporation:

1. Name. The name of the corporation is Star Harbour Estates Homeowners Association, Inc. (the "Association").

2. Duration. The duration of the Association shall be perpetual, unless dissolved by the action of the Association or by operation of law.

3. Purposes. The Association is organized as a nonprofit corporation. The purposes of the Association are to function as the homeowners association for the subdivision know as Star Harbour Estates (the "Subdivision") located in Wasatch County, Utah and to enforce the Declaration of Covenants, Conditions, and Restrictions of Star Harbour Estates (the "Declaration") for the lots (the "Lots") within the subdivision as set forth in the Declaration, and to provide the other services, and perform all other functions set forth in the Declaration as may become desirable or necessary for the benefit of the owners of the Lots. The Association shall have all power, rights, and privileges available to nonprofit corporations under the laws of the State of Utah.

4. Membership. The members (the "Members") of the Association shall be the owners of the residential lots (the "Lots") within the subdivision. Membership is deemed an appurtenance to each Lot and shall pass automatically to the owner of each Lot upon conveyance of title to such Lot. Ownership of a Lot within the subdivision cannot be separated from membership in the Association appurtenant to such Lot shall be shared by all such persons in the same proportionate interest and by the same type of tenancy in which title to such a Lot is held. No person or entity other than an owner of a Lot may be a Member of the Association, and membership in the Association cannot be transferred except in connection with the transfer of a Lot. The Association shall not have stock or issue shares.

5. Voting Rights. The Member or Members who can own each Lot (other than Lots 8,9 and 10 in the subdivision) shall be entitled to one (1) vote for each Lot owned. A Member or Members who owns any of Lots 8,9 and 10 within the subdivision (which Lots are identified on the plat for the subdivision as duplex Lots) shall be entitled to two (2) votes for each such Lot owned. **The number of votes appurtenant to each Lot shall be permanent and shall not change.**

6. Registered Agent. The initial registered agent and the initial registered office of the Association are:

Rory Murphy
1.5 Miles South of Park City Municipal Boundary on Highway 224
P.O. Box 1450
Park City, UT 84060

Acceptance of Appointment

I, Rory Murphy, hereby accept the appointment as the registered agent for Star Harbour Estates Homeowners Association, Inc.



Rory Murphy

7. Bylaws. The Board of Trustees will adopt by-laws consistent with these Articles at its first meeting. Thereafter, by-laws may be adopted, amended, or repealed by the vote of the Members.

8. Principle Office. The initial principle office of the Association is located at: 1.5 Miles South of Park City Municipal Boundary on Highway 224, P.O. Box 1450, Park City, UT 84060. The Association may establish such other offices and locations as it deems appropriate for the operation of its business.

9. Board of Trustees. There will be three Trustees of the Association. The initial Board of Trustees, who will serve until the election of Officers and Trustees at the first annual Members meeting, are:

<u>Name</u>	<u>Address</u>
Hank Rothwell	1.5 Miles South of Park City Municipal Boundary on Highway 224 P.O. Box 1450 Park City, UT 84060
Rory Murphy	1.5 Miles South of Park City Municipal Boundary on Highway 224 P.O. Box 1450 Park City, UT 84060
Michael Salmond	1.5 Miles South of Park City Municipal Boundary on Highway 224 P.O. Box 1450 Park City, UT 84060

The Trustees from time to time shall elect one of them to act as Chairman. The Trustees of the Association need not be Members of the Association.

10. Officers. The initial Officers of the Association are:

President:

Hank Rothwell

Secretary/Treasurer:

Rory Murphy

Officers serve at the pleasure of the Board of Trustees.


11. Limitations on Liability. The Officers, Trustees and Members of the Association shall not be held personally liable for the debts and obligations of the Association.

12. Incorporator. The Incorporator of the Association is:

Rory Murphy
1.5 Miles South of Park City Municipal Boundary on Highway 224
P.O. Box 1450
Park City, UT 84060

IN WITNESS WHEREOF, the Incorporator has executed and verified these Articles this 5th day of July, 2001.

Rory Murphy
Rory Murphy

State of Utah
Department of Commerce
Division of Corporations and Commercial Code
I hereby certified that the foregoing has been filed
And approved on this 29 day of July 2001
In this office of this Division and hereby issued
this Certificate thereof.
Examiner K. Berg Date 7/18/01

Kathy Berg
Kathy Berg
Division Director

FILED

MAY 9 2001

Utah Div. of Corp. & Comm. Code

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Date: 05/09/2001
Receipt Number: 315236 315859
Amount Paid: \$50.00 \$20.00



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