

ARTICLES OF INCORPORATION

OF

THE FAIRWAYS AT FIELDCREEK RANCH HOMEOWNERS ASSOCIATION, INC.

That the undersigned natural person hereby adopts the following Articles of Incorporation for the purpose of forming a nonprofit corporation without capital stock pursuant to NRS 82.006 through 82.690, inclusive:

ARTICLE I

**Name.** The name of the corporation, which is hereinafter referred to as "the Association" is:

THE FAIRWAYS AT FIELDCREEK RANCH HOMEOWNERS ASSOCIATION, INC.

ARTICLE II

**Resident Agent.** TERRILL R. DORY, is designated as the Association's Resident Agent. Process may be served upon the corporation at 335 West First Street, Reno, Nevada 89503.

ARTICLE III

**Status.** The Association is a non-profit corporation.

ARTICLE IV

**Purpose.** The purpose for which the Association is formed is to provide for the acquisition, management, maintenance and care of Association property, to include, but not limited to, those portions or parcels of real property which are subject to or which may hereafter become subject to the terms and conditions of the Fairways at Fieldcreek Ranch Declaration of Protective Covenants, recorded on September 21, 2000, as Document No. 2484366 of the official records of Washoe County, Nevada, as the same may be from

time to time amended or supplemented in accordance with the terms thereof (the "Declaration"), and for these purposes to:

1. Exercise all of the powers and privileges and to perform all duties and obligations of the Association arising from the Declaration, and any other covenants, conditions and restrictions applicable to the real property described in the Declaration, and any amendments thereto; and

2. in furtherance thereof, to engage in any lawful activity.

#### ARTICLE V

**Directors.** Members of the governing board shall be known as "Directors," and the first board shall be three (3) in number. The number of Directors may at any time be increased or decreased by a duly adopted resolution of the board of directors, or as otherwise provided in bylaws adopted by the Association.

#### ARTICLE VI

**Initial Directors.** The names and addresses of the first Board of Directors of the Association, which is three (3) in number, is as follows:

<u>DIRECTOR</u>	<u>MAILING ADDRESS</u>
FILIBERTO C. FERRONI	P.O. Box 1010 Verdi, Nevada 89439
KAREN FERRONI	P.O. Box 1010 Verdi, Nevada 89439
CHARLES E. SPRINGER	P.O. Box 1010 Verdi, Nevada 89439

#### ARTICLE VII

**Bylaws.** The Association shall have the power to make and

alter bylaws of the Association.

ARTICLE VIII

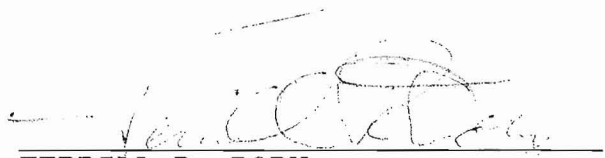
**Dissolution.** The Association is one which does not contemplate pecuniary gain or profit to the members thereof or any other individual and is organized solely for non-profit purposes with the intent that the Association shall qualify for tax exempt status under the Internal Revenue Code of 1954, as amended. Upon winding up and dissolution of the Association, and after paying or adequately providing for the debts and obligations of the Association, the remaining assets shall be distributed and divided in accordance with the provisions of NRS Chapter 82. No part of the net earnings of the Association (other than by acquiring, constructing, or providing management, maintenance and care of Association property, other than by rebate of excess membership dues, fees, or assessments) shall inure to the benefit of any member or other individual.

ARTICLE IX

**Incorporator.** The name and address of the incorporator signing these Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
TERRILL R. DORY	335 West First Street Reno, Nevada 89503

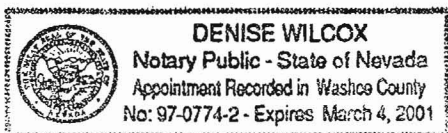
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 27<sup>th</sup> day of September, 2000.

  
TERRILL R. DORY

ACKNOWLEDGEMENT

STATE OF NEVADA )  
 ) ss.  
COUNTY OF WASHOE )

On this 27<sup>th</sup> day of September, 2000, personally appeared before me, a Notary Public, TERRILL R. DORY, who acknowledged to me that he executed the foregoing instrument.



*Terrill R. Dory*  
Notary Public

CERTIFICATE OF ACCEPTANCE OF APPOINTMENT OF RESIDENT AGENT

I, TERRILL R. DORY, hereby certify that on this date, I accepted appointment as Resident Agent for the above named corporation. The principal office in this State is located at 335 West First Street, Reno, Washoe County, Nevada 89503.

Dated: September 27, 2000.

*Terrill R. Dory*  
TERRILL R. DORY