

SECOND AMENDED AND RESTATED ARTICLES OF  
INCORPORATION OF  
DUCK CREEK RIDGE OWNERS' ASSOCIATION

The Original Articles of Incorporation of Duck Creek Ridge Owners' Association (the Association) were filed on April 20, 1973 and refiled on May 9, 2011.

Various circumstances have changed during the course of the Association's existence including the fact that the Association is no longer a water company and is no longer responsible for snow removal and as of 2022, dust abatement of the roads.

As a result of the changed circumstances the Association desires to amend and restate its Articles of Incorporation in their entirety, wherein members in 2021 were given the opportunity to input and later vote on the changes.

The Associations' Board of Directors and Members pursuant to Title 16 Chapter 6a Utah Code Annotated 2000 as amended (Utah Revised Non-Profit Corporation Cooperative Association Act) have voted in favor of amending and restating the Articles of Incorporation for the Association as follows:

1. The name of the corporation is Duck Creek Ridge Owners' Association.
2. The period of its duration is PERPETUAL.
3. The Association's purpose is to engage in one or more of the following activities:
  - a. To maintain, furnish, provide, or otherwise contract for services to its members including, but not limited to, fire protection or security, CPA and Attorney services, or other services as needed.
  - b. To construct, lease, purchase, or otherwise contract for equipment for use in security and maintenance of all Association owned properties and facilities.
  - c. To construct and thereafter to maintain other utilities and community improvements and enterprises for the benefit of its members.
  - d. To carry on any and all activities legal for non-profit corporations in the State of Utah to the extent not inconsistent with the CC&Rs (defined below).
  - e. To encourage and maintain public safety by building strong working relationships with Kane County Departments, Cedar Mountain Fire Protection District, Forest Service, and Law Enforcement.
  - f. To encourage all members to become "Fire Wise" by maintaining personal lots, notifying the Board and/or ARCOM members of potential problems.
  - g. The Board of Directors are charged with keeping communication lines open to all members regarding changes in laws that directly affect

members and the Association as a whole.

- h. Although roads are owned and maintained by Kane County, members must take an active role in maximizing road quality along with a long-term goal of creating a more durable road surface. Association members share responsibility in the management of road run-off by maintaining driveway culverts and adequate drainage.
4. The Association members will be issued certificates of stock evidencing membership in the Association and ownership of the Association's assets; provided, however, that the Association is a non-profit corporation and the members will have no expectations of profits.
5. The members of the Association will not be personally liable to the Association's creditors.
6. The Association will issue shares of stock evidencing the members' rights to the benefits and services to be provided by the Association for use in and upon their respective lots in the Color Country Subdivision located in Kane County, Utah, and such other nearby developments that may be annexed into the Association pursuant to the CC&Rs. CC&R's means the covenants, conditions, reservations, and restrictions established for the Color Country Subdivision as recorded in the Kane County Recorder's Office Kanab, Utah. All stockholders are bound by and required to adhere to the CC&R's.
7. The Association will have the authority to issue up to a maximum of Five Hundred (500) aggregate shares of stock.
8. The Association will have one class of stock which will be evidence of the rights of the stockholders in the Association.
9. The Association will issue one certificate of stock to the current owner of each lot upon the filing of these Second Amended and Restated Articles of Incorporation, provided the owner of the lot is a member in good standing. Stock certificates issued upon the original and subsequent incorporations of the Duck Creek Ridge Owners' Association will immediately become null and void upon the filing of these Amended and Restated Articles of Incorporation. The ownership of each lot will have an appurtenant equal voting right with the ownership of each and every other lot in the Association. The ownership of the stock appurtenant to each will automatically transfer with the ownership of the appurtenant lot. The holder of each certificate will lose membership in the Association and all interest in the stock certificate when he, she, or it have parted with the title to the lot mentioned therein and the successor in interest to whom title to said lot has passed shall thereby upon surrender of such certificate, be entitled to have issued in lieu thereof a new certificate of stock as a member of this Association and as owner of said lot with the same rights and benefits as his, her, or its predecessor may have had.
10. The Association's Board of Directors will propose for ratification by the members at the annual meeting the yearly assessments to be applied against the reasonable cost provided for in the Association's budget as approved by the Board of Directors for providing all services. The Association will place all money it receives into a special fund known as the Duck Creek Ridge Owners' Association Fund for the needs and purposes to be hereafter more fully defined

and set forth in the Bylaws of this Association.

11. Voting by members will be based in whole or on the volume of patronage of each member with this cooperative association that is to say one vote for each stock certificate issued evidencing membership interest in each lot alone in said Subdivision. Each lot owner is hereby defined to be either (1) an individual or individuals as joint tenants or tenants in common, (2) a partnership, (3) a corporation or (4) any type of joint ownership in which title to a lot is or may be held. Any joinders of lots shall not affect either the rights or the obligations of shareholders.
12. The Association will issue, own or otherwise contract for and will continue to lease, own, or otherwise contract for all properties and all equipment used in its utilities service systems and a member will not have to acquire any title to any of the properties so held and owned by this Association or any part of its service system but will have only the right to the use of the services as the same may be distributed to each member.
13. The Association will have the power to make and levy assessments against its members and then ownership of lots in said Subdivision, on an equal basis per lot owned. Such assessments may be levied and collected and used for two types of expenditures to wit:
  - a. Payment of current operating expenses;
  - b. Payment of expenses for permanent improvements or purchase of assets including the cost of leasing, purchasing, or otherwise contracting for necessary lands, services, equipment, buildings, and facilities in the owning, holding, and distribution of services and for acquiring and developing facilities for said services and for the repairing and upkeep and maintenance thereof, for the benefit and use of its lot owners.
14. One assessment may be levied and collected for either or both types of expenditures and all assistance shall be made pro rata as a property rights and interest of each member shall bear to each other.
15. The Board of Directors shall have the power to levy such assessments for the foregoing purposes at such time and in such manner as the Board of Directors may from time to time find necessary provided, however, such assessments are not inconsistent and are in accordance with the laws of the State of Utah relative to the levying of assessments.
16. The affairs of this Corporation will be managed by a governing board which will consist of five directors, each of whom must be a member in good standing of this Corporation. One member of the Board of Directors will be the treasurer. The Board of Directors will also hire a secretary who may, but need not be a member of the Association.
17. The State of Utah requires a person or company be available to accept legal paperwork for the Association. The Registered Agent of this Corporation is Incorp at 285 W. Tabernacle St., Suite 201, St. George, UT 84770. The Incorp entity number of the Association is 30151. The phone number is 1 800 246-2677.

In Witness Whereof, the President and Directors of the Duck Creek Ridge Owners'

Association have signed these Second Amended and Restated Articles of Incorporation as of the date set forth below each signature.

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President

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Date

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Vice President

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Date

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Director

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Date

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Director

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Date

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Secretary

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Date