

ARTICLE VIII
BOARD OF TRUSTEES

The Board of Trustees of the Master Association shall consist of not less than the five (5) persons nor more than nine (9) persons. The initial Board of Trustees shall consist of five (5) persons whose names and addresses are as follows:

<u>Name</u>	<u>Address</u>
Pat Vaughn	304 Inverness Way South, #165, Englewood, CO 80112
DeVere Anderson	11538 South State Street, Suite 200, Draper, UT 84020
Jeff Anderson	11538 South State Street, Suite 200, Draper, UT 84020
John Bowman	11538 South State Street, Suite 200, Draper, UT 84020
Ty McCutcheon	11538 South State Street, Suite 200, Draper, UT 84020

ARTICLE IX
PRINCIPAL OFFICE

The address of the principal office of the Master Association is 11538 South State, Suite 200, Draper, Utah 84020.

ARTICLE X
REGISTERED OFFICE AND AGENT

The registered office of the Master Association is 201 South Main, Suite 1200, Salt Lake City, Utah, 84111, and the name of the initial registered agent at such address is Steven D. Peterson.

ARTICLE XI
INCORPORATOR

The name and address of the incorporator of the Master Association is as follows:

Steven D. Peterson
Ballard Spahr Andrews & Ingersoll, LLP
201 South Main, Suite 1200
Salt Lake City, Utah 84111

Declaration in the office of the recorder of Salt Lake County, State of Utah, and the office of the recorder of Utah County, State of Utah. The Declaration is hereby incorporated by reference and made a part of these Articles. The Master Association shall be operated to perform the functions and provide the services contemplated by the Declaration.

No dividend shall be paid to, and no part of the net income, if any, of the Master Association shall be distributed to, any of the Owners, the Board, or officers of the Master Association, except as otherwise provided herein, in the Declaration, or under Utah law.

ARTICLE V

POWERS

Subject to the purposes declared in Article IV above and any limitations herein expressed, the Master Association shall have and may exercise the power to do any and all things that the Master Association is authorized or required to do under the Declaration, as the same may from time to time be amended, including, without limiting the generality of the foregoing, the power to fix, levy and collect the charges and Assessments provided for in the Declaration.

ARTICLE VI

MEMBERSHIP AND STOCK

Every Owner of a Lot or Parcel which is subject to Assessment shall be a Member of the Master Association (provided, however, the Declarant shall remain a Member in the Master Association at all times as a Class B Member with voting rights notwithstanding its temporary exemption status from required Assessment payments). The rights and duties appertaining to Membership in the Master Association shall be governed by the Declaration. Neither the issuance nor the holding of shares of stock shall be necessary to evidence Membership in the Master Association. Membership in the Master Association shall be mandatory, and not optional, and shall be appurtenant to and may not be separated from the Ownership of any Lot or Parcel which is subject to Assessment by the Master Association. No Person or entity other than the Declarant or an Owner of a Lot or Parcel which is subject to Assessment may be a Member of the Master Association. Membership in the Master Association shall begin immediately and automatically upon becoming an Owner of a Lot or Parcel which is subject to Assessment and shall cease immediately and automatically upon ceasing to be such an Owner.

ARTICLE VII

ASSESSMENTS

Members of the Master Association shall be subject to Assessments by the Master Association from time to time in accordance with the provisions of the Declaration and shall be liable to the Master Association for payment of such Assessments. Members shall not be individually or personally liable for the debts or obligations of the Master Association.

ARTICLE XII

BYLAWS

The Board of Trustees has or will adopt Bylaws which are not inconsistent with Utah law or these Articles for the regulation and management of the affairs of the Master Association.

ARTICLE XIII

AMENDMENTS

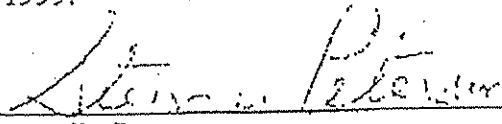
Except as otherwise provided by law or by the Declaration, these Articles may be amended in accordance with the Act. These Articles may not be amended so as to provide for any matter that is inconsistent with the provisions of the Declaration and Bylaws (as the Declaration and Bylaws may from time to time be amended).

ARTICLE XIV

CONFLICT WITH DECLARATION

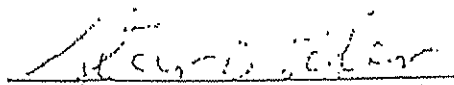
In the event of any conflict or inconsistency between the provisions of these Articles and the provisions of the Declaration and Bylaws (as the Declaration and Bylaws may from time to time be amended), the provisions of the Declaration and Bylaws shall control (in that order).

DATED this 27th day of December, 1999.



Steven D. Peterson

REGISTERED AGENT:



Steven D. Peterson

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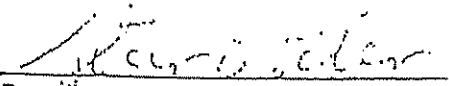
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DATED this 27th day of December, 1999.



Steven D. Peterson

REGISTERED AGENT:



Steven D. Peterson