



"W2220925"

EH 2220925 PG 1 OF 11
DOUG CROFTS, WEBER COUNTY RECORDER
09-NOV-06 8:49 AM FEE \$53.00 DEP SGC
REC FOR: HELGESEN WATERFALL JONES

53

**AMENDMENT
TO THE
DECLARATION
OF
COVENANTS, CONDITIONS & RESTRICTIONS
OF
CENTENNIAL CONDOMINIUM**

This amendment is made and executed on the date shown below by the Centennial Condominium Management Committee after having been voted upon and approved by the Owners at Centennial Condominium.

RECITALS

WHEREAS, Centennial Condominium was created by a "Declaration of Covenants, Conditions and Restriction and Reservations of Easement for Centennial Condominium (hereinafter "Enabling Declaration") recorded in the records of Weber County, Utah, on September 29, 1979, in book 1335, beginning on page 442, as entry number 797361; and

WHEREAS, the property that is the subject of this Amended Declaration is situated in and upon that certain real property located in Weber County, State of Utah, as specifically described in Exhibit "A", attached hereto and incorporated herein by this reference, and including the common area that is appurtenant to each unit as shown on the plat maps for Centennial Condominium, as recorded in the office of the County Recorder for Weber County, State of Utah. There are 24 units at Centennial Condominium.

WHEREAS, The unit owners in Centennial are desirous to create the Centennial Condominium Homeowners Association, Inc., a Utah non-profit corporation ("Association"), which will be created by filing Articles of Incorporation with the Utah Division of Corporations and Commercial Code, which Association shall operate for the purpose of managing the common area and enforcing the provisions of the Enabling Declaration and any amendments thereto. The Association will be the governing body of Centennial Condominiums and will operate in accordance with the Enabling Declaration, any amendments to the Enabling Declaration, this Amended Declaration, the Articles of Incorporation (Exhibit "B" attached hereto and incorporated herein by this reference) and the Bylaws of the Association. The Association adopted bylaws which were recorded in the office of the Weber County Recorder on September 21, 1998, in book 1957, beginning on page 877, as entry number 1575095, which Bylaws shall be the Bylaws of the Association.

NOW THEREFORE, To accomplish the unit owners' objectives, the following amendment is adopted creating the Centennial Condominium Homeowners Association, Inc., a

Utah non-profit corporation. If there is any conflict between this Amendment to Declaration and the Enabling Declaration, this document shall control.

This amendment shall become effective upon recording. The Centennial Condominium Enabling Declaration is hereby amended as follows:

AMENDMENT

Creation of Non-profit Corporation

- 1.1 The Unit Owners hereby authorize and approve the creation of a Utah nonprofit corporation, to be known as the Centennial Condominium Homeowners Association, Inc. ("Association"), by filing with the State of Utah the Articles of Incorporation for the Association in a form substantially similar to those contained in Exhibit "B", attached hereto. The Association shall be responsible for managing the common area within Centennial and governing the affairs of Centennial in accordance with the provisions of the Enabling Declaration, any Amendment to the Enabling Declaration, the Articles of Incorporation and the Bylaws.
- 1.2 By voting to approve this Amended Declaration, the lot owners hereby agree to adopt the following documents:
- a. this Amended Declaration;
 - b. the Articles of Incorporation (Exhibit "B" attached hereto);
 - c. and the Bylaws of the Association recorded in the office of the Weber County Recorder on September 21, 1998, in book 1957, beginning on page 877.

as the governing documents of Centennial Condominium Owners Association, Inc., which documents shall constitute equitable servitudes that shall run with the real property described in Exhibit "A". In the event of a conflict between the provisions in the September 21, 1998, Bylaws and the Enabling Declaration, the Bylaws shall control. It is understood that the Bylaws and the Enabling Declaration govern similar matters, and the Unit Owners desire to be governed by the provisions in the Bylaws in the event there is an overlap between the two documents, and hereby repeal any language in the Enabling Declaration to the extent such language addresses matters governed by the Bylaws.

CERTIFICATION

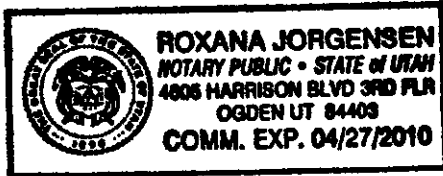
It is hereby certified that condominium unit owners holding more than 75% of the undivided ownership interest in the common areas and facilities have voted at a meeting of the Association to approve these amendments.

IN WITNESS WHEREOF, this 24 day of October, 2006.

By Layne E. Blanch
President

STATE OF UTAH)
 :SS.
COUNTY OF WEBER)

On this 24 day of October, 2006, personally appeared before me Layne Blanch, who, being by me duly sworn, did say that he is President of the Centennial Condominium Management Committee and that the within and foregoing instrument was signed in behalf of said Management Committee and he duly acknowledged to me he executed the same.



Roxana Jorgensen
Notary Public

Exhibit A

EXHIBIT "A"

Legal Description of Units

Centennial Condominium Project, Ogden City, Weber County, Utah

**Units 1 through 24, Centennial Condominium, Ogden City, Weber County, Utah
[Land Serial Numbers 12-137-0001 through 12-137-0024]**

✓ ————— 7

Exhibit B

ARTICLES OF INCORPORATION

FOR

CENTENNIAL CONDOMINIUM HOMEOWNERS ASSOCIATION, INC.

WE, THE UNDERSIGNED NATURAL PERSONS, all being of the age of eighteen years or more, acting as incorporators under the Utah Non-Profit Corporation and Cooperative Association Act, adopt the following Articles of Incorporation:

Name. The name of the Corporation is CENTENNIAL CONDOMINIUM HOMEOWNERS ASSOCIATION, INC. (herein referred to as the "Corporation").

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

Purposes. The purposes of the Corporation are to function in behalf of the members of the Centennial Condominium Homeowners Association located in Weber County, Utah, to manage the common area and to enforce the Covenants, Conditions and Restrictions as set forth in the Declaration of Covenants, Conditions and Restrictions, and to provide the other services and perform all of the other functions set forth in the Declaration of Covenants, Conditions and Restrictions and as may become desirable or necessary for the benefit of the members. The Corporation shall have all powers, rights, and privileges available to corporations under the laws of the State of Utah.

Membership/Stock. The owners of the Corporation shall be the owners of Units in all of Centennial Condominium, located in Weber County, Utah. Membership is appurtenant to the Unit, and shall pass automatically to the owner of that Unit upon conveyance of title. There shall not be issued more than 24 shares in the Corporation. The Unit Owners shall have an interest in the Corporation as described below:

The Association shall have one (1) class of membership--Class A, described more particularly as follows:

1. **Class A.** Class A Members shall be all Owners. Class A Members shall be entitled to vote on all issues before the Association, subject to the following:
 - a. **Voting.** Each Unit Owner shall have right to one vote as provide in the Centennial Condominium Homeowners Association Enabling Declaration.
 - b. **Subject to Assessment.** No vote shall be cast or counted for any Unit not subject to assessment;

c. **Multiple Owners.** When more than one (1) person or entity holds such interest in a Unit, the vote for such Unit shall be exercised as those persons or entities themselves determine and advise the Secretary of the Association prior to any meeting. In the absence of such advise, the vote of the Unit shall be suspended in the event more than one (1) person or entity seeks to exercise it.

d. **Number of Shares.** The Corporation is authorized to issue up to 24 shares of Class A stock.

2. Class A shares shall have unlimited voting rights.
3. The owners of Class A shares shall be entitled to receive the net assets of the Corporation upon dissolution.

Registered Agent. The registered agent for the Corporation is:

Layne Blanch
 357 Monroe Blvd., #6
 Ogden, Utah 84404

Acceptance of Appointment

I, Layne Blanch, hereby accept the appointment as the registered agent for CENTENNIAL CONDOMINIUM HOMEOWNERS ASSOCIATION, Inc.

Layne Blanch *Layne E. Blanch*

Bylaws. The Association adopted bylaws which were recorded in the office of the Weber County Recorder on September 21, 1998, in book 1957, beginning on page 877, as entry number 1575095. The Corporation hereby adopts these September 21, 1998 existing bylaws as the Corporate Bylaws. Hereafter, the Corporate Bylaws may be adopted, amended or replaced by the vote of Members as provided in the Bylaws.

Address of Corporation's Registered Office. The principal place of business of the Corporation, and its initial offices are located at, 357 Monroe Blvd. #6, Ogden, UT 84404. The Corporation may establish such other offices and locations as it deems appropriate for the operation of its business.

Distributions. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its Directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes as set forth above. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to

influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, as amended or supplemented, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, as amended or supplemented.

Dissolution. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended or supplemented, or shall be distributed to the federal government or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the District Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Board of Directors. There will initially be four Directors of the Corporation, provided, however, the Board of Directors may consist of a minimum of four Directors as determined by the members in a duly called meeting. The initial Board of Directors, who will serve until the election of officers and Directors at the first annual member's meeting, are:

<u>Name</u>	<u>Address</u>
Layne Blanch	357 Monroe Blvd., #6 Ogden, Utah 84404
Michelle Darrington	333 Monroe Blvd., #4 Ogden, Utah 84404
Staci Langeveld	379 Monroe Blvd #1 Ogden, Utah 84404
Ashley Wagner	357 Monroe Blvd #8 Ogden, Utah 84404

The Directors will elect one of them to act as Chairman until the first annual member's meeting.

Officers. The initial officers of the corporation are:

President	Layne Blanch
Vice President	Staci Langeveld
Secretary	Ashley Wagner
Treasurer	Michelle Darrington

Annual Meeting. The annual meeting of the members shall be held in January of each year, to run consistent with the Association's fiscal year, at such place as shall be stated in the notice of meeting or in a duly executed waiver of notice; provided however, that whenever such a date falls upon a legal holiday, the meeting shall be held on the next succeeding business day and further provided that the Board of Directors may by resolution, fix the date of the annual meeting at such other date as the Board may deem appropriate. At such meeting, the members shall elect Directors for one two (2) year term to serve until their successors shall be elected and shall qualify. Only current members of Units owned in the Association shall be elected Directors according to the percentage as required by law.

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

Incorporators. The incorporators of the Corporation are:

Layne Blanch
357 Monroe Blvd., #6
Ogden, Utah 84404

Michelle Darrington
333 Monroe Blvd., #4
Ogden, Utah 84404

Staci Langeveld
379 Monroe Blvd #1
Ogden, Utah 84404

Amendment. These Articles of Incorporation may be amended from time to time as authorized by the Enabling Declaration and as permitted by law.

In Witness Whereof, we, Layne Blanch, Michelle Darrington, and Staci Langeveld, have executed these Articles of Incorporation in duplicate this 24 day of October, 2006, and say: That we are the incorporators herein; that we have read the above and foregoing Articles of Incorporation; that we know the contents thereof and that the same is true to the best of our knowledge and belief, excepting as to matters herein alleged upon information and belief and as to those matters we believe them to be true.

Layne E. Blanch
Incorporator

Michelle Darrington
Incorporator

Staci Langeveld
Incorporator

State of Utah)
 : ss
County of Weber)

On the 24 day October, 2006, the foregoing instrument was acknowledged and verified before me by Layne Blanch, Michelle Darrington, and Staci Langeveld, who personally appeared before me, and being by me duly sworn declare under penalty of perjury that they are the incorporators of Centennial Condominium Homeowners Association, Inc., and that they signed the foregoing, and that the statements contained therein are true and correct.

In witness whereof, I have set my hand and seal this 24 day of October, 2006.

Roxana Jorgensen
Notary Public

