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090503

**Certificate to Accompany
 Restated Articles or
 Amended and Restated Articles**
 (PURSUANT TO NRS)

Filed in the office of <i>Barbara K. Cegavske</i> Barbara K. Cegavske Secretary of State State of Nevada	Document Number 20180359132-74
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USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

This Form is to Accompany Restated Articles or Amended and Restated Articles of Incorporation

(Pursuant to NRS 78.403, 82.371, 86.221, 87A, 88.355 or 88A.250)

(This form is also to be used to accompany Restated Articles or Amended and Restated Articles for Limited-Liability Companies, Certificates of Limited Partnership, Limited-Liability Limited Partnerships and Business Trusts)

1. Name of Nevada entity as last recorded in this office:

Southwest Vistas Homeowners Association

2. The articles are: (mark only one box) Restated Amended and Restated

Please entitle your attached articles "Restated" or "Amended and Restated," accordingly.

3. Indicate what changes have been made by checking the appropriate box:*

No amendments; articles are restated only and are signed by an officer of the corporation who has been authorized to execute the certificate by resolution of the board of directors adopted on: _____

The certificate correctly sets forth the text of the articles or certificate as amended to the date of the certificate.

The entity name has been amended.

The registered agent has been changed. (attach Certificate of Acceptance from new registered agent)

The purpose of the entity has been amended.

The authorized shares have been amended.

The directors, managers or general partners have been amended.

IRS tax language has been added.

Articles have been added.

Articles have been deleted.

Other. The articles or certificate have been amended as follows: (provide article numbers, if available)

4. Effective date and time of filing: (optional)

Date: _____

Time: _____

(must not be later than 90 days after the certificate is filed)

* This form is to accompany Restated Articles or Amended and Restated Articles which contain newly altered or amended articles. The Restated Articles must contain all of the requirements as set forth in the statutes for amending or altering the articles for certificates.

IMPORTANT: Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
SOUTHWEST VISTAS HOMEOWNERS ASSOCIATION**

**ARTICLE I
Name**

The name of the corporation is **SOUTHWEST VISTAS HOMEOWNERS ASSOCIATION** (hereinafter referred to as the "Association" or "Corporation").

**ARTICLE II
Purposes and Powers**

The Association is a common interest community association organized under NRS 82 as a nonprofit corporation. The specific and primary purposes for which the Corporation is formed are:

- A. To operate as an association pursuant to NRS 116; and
- B. To manage, maintain, preserve and enhance for the benefit of its Members the real and personal property it acquires and over which it is given such powers by that certain Declaration of Covenants, Conditions and Restrictions recorded in the Official Records of Washoe County on the 21st day of November, 1995, as Document No. 1944057 and any amendments thereto ("Declaration").

The general purposes for which the Corporation is formed are:

- A. To ensure compliance with the rights, obligations, duties and terms of the Declaration;
- B. To fix, levy, collect and enforce payment by any lawful means of all assessments pursuant to the terms of the Declaration, these Articles of Incorporation and the Bylaws; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the activities of the Association;
- C. To acquire by gift, purchase, or otherwise, and to own, hold, enjoy, lease, operate and maintain, and to convey, sell, lease, transfer, mortgage or otherwise encumber, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;
- D. To borrow money, and to mortgage, pledge, deed in trust or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred; and

E. To have and to exercise any and all powers, rights and privileges which a nonprofit corporation may now or hereafter have or exercise under the laws of the State of Nevada.

The purposes of the Corporation are limited to the purposes noted above. These Articles do not empower the organization to engage, other than as an insubstantial part of its activities, in activities which in themselves are not in furtherance of the above described exempt purposes.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its Members, Board of Directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to reimburse its officers and directors for reasonable expenses incurred behalf of the Corporation.

Notwithstanding any other provisions of these articles, 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 of 1986, as amended; or (b) by a corporation, contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code of 1986, as amended.

The foregoing statement of purposes shall be construed as a statement of both the purposes and powers, and the purposes and powers set forth in each clause shall be in no way limited or restricted by reference to or inference from the terms or provisions of any other clause, but shall be broadly construed as independent purposes and powers.

Nothing contained in the foregoing statement of purposes shall be construed to authorize this Corporation to carry on any activity for the profit of its Members, or to distribute any gains, profits or dividends to any of its Members.

ARTICLE III Term of Corporation

The term of the Corporation shall be perpetual.

ARTICLE IV Directors and Officers

The Corporation shall be governed by a Board of Directors composed of not less than three (3) nor more than five (5) persons who shall all be Members of the Association. The directors shall be elected, removed and vacancies filled as provided in the Bylaws. The directors shall elect officers as provided in the Bylaws.

ARTICLE V
Membership, Voting Power, Property Rights and Interests

Ownership of a Lot within the Association shall be the sole qualification for Membership in the Corporation. There shall be a maximum of 376 memberships. The voting power of each Member shall be equal as shall each Member's property rights and interest, all as more fully set forth in the Declaration and the Bylaws.

ARTICLE VI
Indemnification

If a director or officer of the Board is named as a respondent or sued for liability for actions undertaken in his or her role as a director or officer of the Board, the Association shall indemnify the director or officer for his or her losses or claims, and undertake all costs of defense, unless it is proven that the director or officer acted with willful or wanton misfeasance or with gross negligence. After such proof, the Association is no longer liable for the cost of defense, and may recover costs already expended from the director or officer who so acted.

ARTICLE VII
Amendment

These Articles may be amended by the affirmative vote of a majority of the Board of Directors and a majority of the voting power of the Members. No amendment shall be in conflict with the Declaration.

ARTICLE VIII
Definitions and Related Documents

Unless otherwise defined herein, the words used in these Articles shall have the same meaning as set forth in the Declaration.

IN WITNESS WHEREOF, this Amended and Restated Articles of Incorporation of Southwest Vistas Homeowners Association has been executed by the Association. The undersigned hereby certify that this Amended and Restated Articles of Incorporation of Southwest Vistas Homeowners Association have been adopted and approved by majority of the Board, and a majority of a quorum of the voting power of the Membership.

SOUTHWEST VISTAS HOMEOWNERS ASSOCIATION

By: Keith Lockard
Its: President
Dated: July 25, 2018

By: Carole Vetter
Its: Secretary
Dated: July 25, 2018

STATE OF NEVADA)

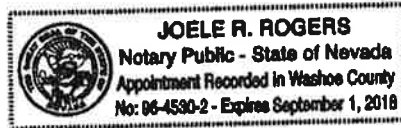
)ss:

COUNTY OF WASHOE)

On this 25 day of July, 2018, before me, the signed Notary Public in and for said County and State, appeared KEITH LOCKARD, as President of Southwest Vistas Homeowners Association, known to me to be the person who executed the above and foregoing Amended and Restated Articles of Incorporation, and who acknowledged to me that s/he did so freely and voluntarily and for the purposes therein mentioned.

Joe R. Rogers

NOTARY PUBLIC



STATE OF NEVADA)

)ss:

COUNTY OF WASHOE)

On this 25 day of July, 2018, before me, the signed Notary Public in and for said County and State, appeared CAROLE VETTER, as Secretary of Southwest Vistas Homeowners Association, known to me to be the person who executed the above and foregoing Amended and Restated Articles of Incorporation, and who acknowledged to me that s/he did so freely and voluntarily and for the purposes therein mentioned.

Joe R. Rogers

NOTARY PUBLIC

