

BY-LAWS OF
BEAVER SPRINGS RANCH ASSOCIATION

Second Amendment 05/01/2000

ARTICLE I

Name and Location: The name is Beaver Springs Ranch Association, hereafter referred to as the "Association". The principal address of the Association is P.O. Box 571214, Murray, Utah 84157; but meetings of members and directors may be held at such places within the State of Utah, Counties of Summit or Salt Lake, as may be designated by the Board of Directors.

ARTICLE II

Definitions

Section 1. "Association" shall mean and refer to the Beaver Springs Ranch Association, its successors and assigns.

Section 2. "Property Owner" refers to any person(s) owning property within the Beaver Springs Ranch sub-division.

Section 3. "Properties" or "Property" shall mean and refer to lots and tracts, as platted and approved in 1962 as the original Beaver Springs Ranch sub-division.

Section 4. "Permanent Improvements" shall mean the roads, bridges, gates and other amenities within the Beaver Springs Ranch sub-division designated for the common use and enjoyment of the owners.

Section 5. "Lot" shall mean and refer to any plot of land shown upon any recorded sub-division maps of Beaver Springs Ranch sub-division in Summit County owned in part or in whole by a member.

Section 6. "Tract" shall mean and refer to platted plots of land owned in part or in whole by a member within Section 27 and 28 T1N, R7E, Salt Lake Meridian that adjoin the Beaver Springs Ranch sub-division in Summit County as approved in 1962.

Section 7. "Owner" shall mean and refer to the record owner, whether one or more persons or entities or properties (lot or tract) within the platted sub-division of the Beaver Springs Ranch.

Section 8. "Area Rules" shall mean and refer to the rules attached to the By-Laws of the Association.

Section 9. "Member" shall mean and refer to those persons who own lots or tracts in the Beaver Springs Ranch sub-division or have been granted membership by the Board of Directors.

ARTICLE III

Meeting of Members

Section 1. Annual Meetings. The annual meeting of the members shall be held on the second Tuesday in May of each year as indicated by written notice given by the Board of Directors by mail to each of the members at least fifteen(15) days prior to the meeting.

Section 2. Special Meetings. Special meetings of the members may be called at any time by the Board of Directors or upon the written request of twenty five(25) members who are in good standing.

Section 3. Notice of Meetings. Written notice of each meeting of the members shall be given by the Board of Directors or persons authorized to call the meeting, by mailing a copy of such notice, postage prepaid, at least fifteen(15) days before such meeting to each member entitled to vote thereat, addressed to the member's address last appearing on the books of the Association, or supplied by such member to the Association for the purpose of notice. Such notice shall specify the place, day and hour of the meeting, and in the case of a special meeting, the purpose of the meeting.

Section 4. Quorum. The presence at the meeting of members entitled to vote or to cast absentee ballots, twenty five percent (25%) of the votes of the Association shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation or these By-Laws. If, however, such quorum shall not be present or represented at any meeting, the members entitled to vote thereat shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum as aforesaid shall be present or be represented.

Section 5. Absentee Ballots. At all meetings of members, each member may vote in person or by absentee ballot. All absentee ballots shall be in writing. Every absentee ballot shall be revocable and shall automatically cease upon conveyance by the member of his vote.

Section 6. Majority Vote. Majority vote shall be fifty one percent (51%) of those members present and voting or by submission of absentee ballots.

ARTICLE IV

Board of Directors: Selection, Term of Office

Section 1. Number. The affairs of this Association shall be managed by a Board of five(5) Directors, all of whom are members in good standing of the Association.

Section 2. Term of Office. Election of Directors shall be held at each annual meeting. The Directors shall assume their elected position immediately following the election. The members shall elect five(5) Directors for a two(2) year term. Two(2) Directors to be elected one year and three(3) Directors the alternate year.

Section 3. Removal. Any Director may be removed from the Board, with or without cause, by a majority vote of the members of the Association.

Section 4. Compensation. No Director shall receive compensation for any service he may render in the Association.

Section 5. Action Taken Without a Meeting. The Directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of all the Directors. Any action so approved shall have the same effect as though taken at a meeting of the Directors.

ARTICLE V

Nomination and Election of Directors

Section 1. Nomination. The Board of Directors and/or a nominating committee shall present a slate of nominees to the members at the annual meeting. Additional nominations may be made from the floor at the annual meeting.

Section 2. Election. Election of the Board of Directors shall be by secret written ballot. The person receiving the largest number of votes shall be elected.

ARTICLE VI

Meeting of Directors

Section 1. Regular Meetings. Regular meetings of the Board of Directors shall be held at least four(4) times per year without notice, at such place and hour as may be fixed from time to

time by the President. Should said meeting fall upon a legal holiday, then that meeting shall be held at the same time on the next day which is not a legal holiday.

Section 2. Special Meetings. Special meetings of the Board of Directors shall be held when called by the President or by any two(2) Directors, after not less than three(3) days notice to each Director.

Section 3. Quorum. A majority of the number of Directors present and voting shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the Directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

ARTICLE VII

Powers and Duties of the Board of Directors

Section 1. Powers. The Board of Directors shall have power to:

- (a) adopt and publish the first set of By-Laws under the Articles of Incorporation dated December 24, 1984.
- (b) adopt and publish rules and regulations to protect and to enhance the Beaver Springs Ranch sub-division.
- (c) exercise for the Association all powers, duties and authority vested in or delegated to this Association.
- (d) declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from three(3) consecutive regular meetings of the Board of Directors without a valid excuse.
- (e) employ an independent contractor, or such other employees as may from time to time be necessary, and to prescribe their duties.

Section 2. Duties. It shall be the duty of the Board of Directors to:

- (a) cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the members at the annual meeting of the members, or at any special meeting when such statement is required in writing by one-fourth(1/4) of the members entitled to vote.
- (b) supervise all officers, agents and employees of this Association, and to see that their

duties are properly performed.

(c) prepare an annual financial report, proposed projects and present a statement thereof to the members at the annual meeting.

(d) prepare and adopt an annual budget and fix the amount of the annual maintenance fee.

(e) prepare proposals for special assessments to be presented at the annual meeting of the members. A written notice of any proposed special assessment shall be mailed to every property owner subject thereto at least thirty(30) days in advance of the annual meeting or special meeting of the members.

(f) cause all officers or employees having fiscal responsibilities to be bonded, as it may be deemed appropriate.

(g) cause the permanent improvements to be maintained.

Section 3. Indemnification. Directors, officers and agents of the Association shall not be liable to the owners as a result of their activities as such for any mistake of judgment, negligence or otherwise, except for their own willful misconduct or gross neglect. The owners shall indemnify and hold harmless the Directors, officers and agents of the Association, from and against all personal liability and expenses, including counsel fees, incurred or imposed or arising out of the fact that he or she is or was a Director, officer or agent except for his or her willful misconduct or bad faith.

ARTICLE VIII

Officers and Their Duties

Section 1. Enumeration of officers. The officers of this Association shall be a president, a vice president, a secretary, a treasurer and one director. The officers shall at all times be members in good standing.

Section 2. Election of Officers. The election of officers shall take place at the first meeting of the Directors following the annual meeting.

Section 3. The officers of this Association shall be elected annually by the Directors and each shall hold office for at least one(1) year unless he shall sooner resign, or shall be removed, or otherwise disqualified to serve.

Section 4. Special Appointments. The Board may elect such other officers as the affairs of

the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board may, from time to time, determine.

Section 5. Resignation and Removal. Any Director may be removed from office with cause by the Board. Any Director may resign at any time giving written notice to the Board, the president or the secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6. Vacancies. A vacancy in any office may be filled by appointment by the Board. The Director appointed to such vacancy shall serve until the next general election.

Section 7. Multiple Offices. The offices of secretary and treasurer may be held by the same person. No person shall simultaneously hold more than one of any of the other offices except in the case of special offices created pursuant to Section 4 of this Article.

Section 8. Duties. The duties of the officers are as follows:

(a) **President.** The president shall preside at all meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds and other written instruments and shall co-sign all checks and promissory notes.

(b) **Vice President.** The vice president shall act in the place of and stead of the president in the event of his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him by the Board. The vice president may succeed the president unless otherwise prescribed by the Board of Directors.

(c) **Secretary.** The secretary shall record the votes and keep the minutes of all meetings and proceeds of the Board and of the members; serve notice of meetings of the Board and of the members; keep appropriate current records showing the members of the Association together with their addresses, and shall perform such other duties as required by the Board.

(d) **Treasurer.** The treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such finds as directed by resolution of the Board of Directors; shall sign all checks and promissory notes of the Association, keep proper books of account; cause an annual audit of the Association books to be made by a Public accountant at the completion of each fiscal year; assist in preparing an annual budget

and shall prepare a statement of income and expenditure to be presented to the members at its regular annual meeting; and deliver a copy of each to the members.

ARTICLE IX

Committees

The Board of Directors shall appoint such committees as deemed appropriate in carrying out its purpose.

ARTICLE X

Books and Records

The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any member. The Articles of Incorporation and the By-Laws of the Association shall be available for inspection by any member at the principal office of the Association, where copies may be purchased at reasonable cost.

ARTICLE XI

Maintenance Fees and Assessments

Each member is obligated to pay to the Association annual maintenance fees and special assessments which are determined and proposed by the Board of Directors. Any assessments which are not paid when due shall be delinquent and if not paid within ninety(90) days after the due date or a reasonable length of time as determined by the Board of Directors, the Association may bring an action against the owner personally. Interest, costs, and reasonable fees of any legal action shall be added to the amount of such assessment. No owner may waiver or otherwise escape liability for the assessments provided for herein by non use of the permanent improvements or abandonment of his property.

ARTICLE XII

Amendments

Section 1. These By-Laws may be amended, at a regular or special meeting of the members, by a vote of a majority of a quorum of members present in person or by proxy.

Section 2. In the case of any conflict between the Articles of Incorporation and these By-Laws, the Articles shall control.

ARTICLE XIII

Area Rules

Section 1. Attached to these By-Laws are the Area Rules as adopted by the Board of Directors. The purpose of the Area Rules is to protect the environment; to protect the property of the owners; to ensure the safety of the members, their guests and agents; and to enhance the overall enjoyment of the area.

Section 2. These Area Rules may be amended, at a regular or special meeting of the members, by a vote of a majority of a quorum present in person or by proxy.

Section 3. The Area Rules are as follows:

(a) Main Gate. Each property owner shall be responsible for keeping the main gate locked at all times. This includes the owner's guests and agents.

(b) Snowmobile Gate. The main gate lock shall be transferred to the adjacent snowmobile gate, and the main gate shall be closed in October, or as weather conditions prohibits cars and trucks to be driven into the area. The main gate will remain closed until May, or whenever weather and road conditions are appropriate to travel the roads.

(c) Gate Locks and Keys. The main gate lock shall be changed every two years, or as needed, and new keys will be available from an authorized Association member or at the annual meeting. One key shall be provided to each owner free of charge; a limited number of additional keys will have a reasonable fee as determined by the Board of Directors. The key to the main gate will fit the lock on the snowmobile gate during the winter months only.

(d) Zoning Regulations. No lands within the sub-division shall be occupied or used for any building or purpose which is contrary to the zoning regulations of Summit County. However, no lot may be subdivided and only one dwelling is allowed per lot. Accessory buildings may be storage sheds and garages only.

(e) Heavy Equipment. The property owner shall be responsible for any damage caused by heavy equipment, trucks, etc.; brought within the sub-division at his request.

(f) Restriction of Signs. The only signs in the sub-division shall be limited to signs no larger than three(3) square feet for the owner to advertise property for sale, "No Hunting",

“No Trespassing” and “Private Property”. Special signs may be approved by the Board of Directors as to size, materials, color and location as necessary to: identify addresses, give directions, advise of rules and regulations, caution or warn of danger, and required by law.

(g) Road Drainage. Property owners shall protect the integrity of the road drainage by placing no less than ten(10) inch diameter culverts across any and all driveways or access roads as necessary to their property. Each owner shall be responsible for cleaning debris from culverts and drainage ditches contiguous to his/her property.

(h) Firearms and Hunting. The discharge of firearms is prohibited within the sub-division or within 500 feet of the sub-division in accordance with Summit County ordinance 157. This includes BB guns, air guns, sling shots, and bow and arrows.

(i) Animal Control. Owners and guests shall be held responsible for controlling their pets within the sub-division and should not be allowed to run free.

(j) Fire Hazards. Open fires shall be lighted or permitted only in a contained barbeque unit while attended and in use for cooking purposes or within safe and well designated fireplace or fire pit. Fire works, including firecrackers create extreme fire hazards to the area and are prohibited by County and State laws.

(k) Littering. Each owner and his/her guests are responsible for not littering. Beer and soda pop cans and bottles detract from the area’s beauty. County garbage dumpsters are located in the canyon west of the sub-division.

(l) Speed Limit. The maximum speed limit for any motorized vehicle including automobiles, trucks, motorcycles, motor bikes, all terrain, and other recreational vehicles shall be ten(10) miles per hour.

(m) Recreational Vehicles. It shall be the policy of the Association to promote safety and protection for persons, property, and the environment connected with the use, operation and equipment of snowmobiles, all terrain and other recreational vehicles:

1. no person shall operate any recreational vehicle in a reckless or negligent manner so as to endanger the life, limb, or property of any other person. Any person operating a recreational vehicle in connection with acts of vandalism, harassment of wildlife or domestic animals, burglaries or other crimes, or damage to the environment, abuse of

AMENDMENT TO ARTICLES OF INCORPORATION DATED 05/01/2000

Article V

The corporation shall be non stock. A member shall be anyone owning property in the Beaver Springs Ranch sub-division. Other owners of property within the Beaver Springs Ranch, but not part of the original Beaver Springs Ranch sub-division, using the bridge and roads, may also be members. No dividends or pecuniary profits shall be declared or paid to the members hereof.

Article VII

Assessments or membership dues may be required from all the members of this non-profit corporation and failure to pay the membership dues as required or the approved assessments due to carry on the corporate activities shall be basis and grounds for a lien to be placed on the member's property, or any other legal action deemed appropriate by the Board of Directors.

Article XI

The Board of Directors shall be elected by the members of the corporation. There shall be one membership for each lot and only one vote.

AMENDMENT TO BY-LAWS DATED 05/01/2000

Article II

Section 9. "Member" shall be anyone owning property in the Beaver Springs Ranch sub-division. Other owners of property within the Beaver Springs Ranch, but not part of the original Beaver Springs Ranch sub-division, using the bridge and roads, may also be members.

Article XIII

Section 3.

(d) Zoning Regulations. No lands within the sub-division shall be occupied or used for any building or purpose which is contrary to the zoning regulations of Summit County. However, no lot may be subdivided and only one dwelling is allowed per lot. Accessary buildings may be storage sheds, garages, barns, etc.


the watershed, impairment of plant or animal life or excessively mechanical noise, shall be reported to the County Sheriff and may be prosecuted.

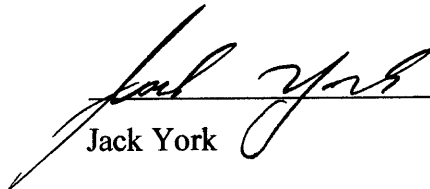
2. persons shall operate recreational vehicles in accordance with the ten(10) mile per hour speed limit.

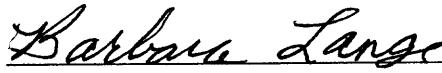
3. all recreational vehicles shall be equipped with adequate braking systems and proper working muffler systems.

4. recreational vehicles shall be used only on the roadways and driveways within the sub-division.

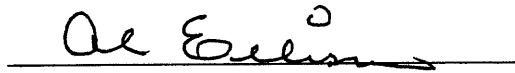
IN WITNESS WHEREOF, we have hereunto signed our name this 19th day of August, 2000.


Frank Turner

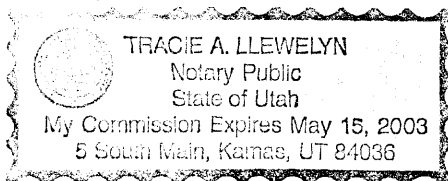

Jack York

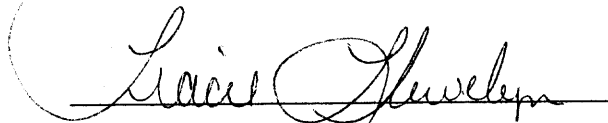

Barbara Lange


Carolyn Bowles


Al Ellison

On this 19 day of August, 2000, before me the undersigned Notary Public, personally appeared the above, known to me to be the person whose names are subscribed to the foregoing instrument. IN WITNESS WHEREOF, I hereunto set my hand and official seal.




Notary Public