

ARTICLES OF INCORPORATION
OF
SIERRA VISTA COMMUNITIES HOMEOWNERS ASSOCIATION, INC.
(A New Mexico Nonprofit Corporation)

The undersigned, by these Articles of Incorporation (these "Articles"), hereby form a nonprofit corporation under the provisions of the New Mexico Nonprofit Corporation Act, Article 8 of Chapter 53, NMSA 1978, as amended, and state as follows:

Article 1. Name. The name of the corporation will be **SIERRA VISTA COMMUNITIES HOMEOWNERS ASSOCIATION, INC.** (the "Association").

Article 2. Address. The street address of the initial principal office of the Association is at the offices of Double M Properties, Inc., 3211 Highway 47, Los Lunas, New Mexico 87031. The initial mailing address of the Association is the same as the above address, 3211 Highway 47, Los Lunas, New Mexico 87031.

Article 3. Definitions. All capitalized terms used in these Articles which are not defined will have the same meaning as set forth in the Declaration of Covenants, Conditions, and Restrictions for Sierra Vista, recorded in the Office of the County Clerk of Valencia County, New Mexico, on March 25, 2021 as Document No. 202104264 (the "Declaration").

Article 4. Purposes. The purposes for which the Association is organized are:

A. to be and constitute the Association to which reference is made in the Declaration, to perform all obligations and duties of the Association, and to exercise all rights and powers of the Association, as specified in these Articles, the Bylaws of the Association (the "Bylaws") and the Declaration and as provided by law; and

B. to provide an entity for the furtherance of the interests of the owners of real property subject to the Declaration.

Article 5. Powers. The powers of the Association shall include:

A. The Association will have all of the common law and statutory powers conferred on a nonprofit corporation under New Mexico law and all of the powers necessary or desirable to perform the obligations and duties and to exercise the rights and powers set forth in these Articles, the Bylaws and the Declaration, including, without limitation, the power:

(i) to fix and to collect assessments and other charges to be levied against the Lots;

(ii) to manage, control, operate, maintain, repair and improve property subject to the Declaration and any other property for which the Association by regulation, covenant or contract has a right or duty to provide such services;

(iii) to enforce covenants, conditions or restrictions affecting any property to the extent the Association may be authorized to do so under the Declaration, the Bylaws or by law;

(iv) to engage in activities which will actively foster, promote and advance the common interests of all owners of real property subject to the Declaration;

(v) to buy or otherwise acquire, sell or otherwise dispose of, mortgage or otherwise encumber, exchange, lease, hold, use, operate and otherwise deal with real, personal and mixed property of all kinds and any right or interest in such property for any purpose of the Association, subject to such limitations as may be set forth in the Declaration or the Bylaws;

(vi) to borrow money for any purpose, subject to such limitations as may be contained in the Governing Documents;

(vii) to enter into, make, perform or enforce contracts of every kind and description, and to do all other acts necessary, appropriate or advisable in carrying out any purpose of the Association, with or in association with any other association, corporation or other entity or agency, public or private;

(viii) to adopt, alter and amend or repeal the Bylaws as may be necessary or desirable for the proper management of the affairs of the Association; provided, however, the Bylaws may not be inconsistent with or contrary to any provisions of the Declaration; and

(ix) to provide any and all supplemental services to the real property subject to the Declaration as may be necessary or proper.

The foregoing enumeration of powers will not limit or restrict in any manner the exercise of other rights and powers which may now or hereafter be permitted by law. The powers specified in each of the paragraphs of this Article 5 are independent powers, not to be restricted by reference to or inference from the terms of any other paragraph of this Article. The enumeration of powers in these Articles shall not imply that the Association need exercise all such powers, unless otherwise required by the Governing Documents.

B. The Association will make no distributions of income to its members, directors or officers.

Article 6. Members.

A. The Owner of each Lot, as those terms are defined in the Declaration, will be a member of the Association and will be entitled to vote in accordance with the terms of the Declaration, except there will be no vote for any Lot owned by the Association. The manner of exercising

voting rights will be as set forth in the Declaration and in the Bylaws of the Association.

B. Change of membership in the Association will be established by recording in the Office of the County Clerk of Valencia County, New Mexico, a deed or other instrument establishing record title to real property subject to the Declaration. Subject to the provisions of the Declaration, upon such recordation, the Owner designated by such instrument will become a member of the Association and the membership of the prior owner will be terminated.

C. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance of the member's Lot.

Article 7. Term. The Association will be of perpetual duration.

Article 8. Directors.

A. The affairs of the Association will be conducted, managed and controlled by a Board of Directors. The initial Board of Directors will consist of three directors. The number of directors may be increased in accordance with the Bylaws.

B. The names and addresses of the members of the initial Board of Directors, who will hold office until their successors are elected and have qualified, or until removed, are as follows:

Robert C. Prewitt
c/o Double M Properties, Inc.
3211 Highway 47
Los Lunas, New Mexico, 87031

Mike Mechenbier
c/o Double M Properties, Inc.
3211 Highway 47
Los Lunas, New Mexico, 87031

Harvey Crowley
c/o Double M Properties, Inc.
3211 Highway 47
Los Lunas, New Mexico, 87031

C. The method of election, removal and filling of vacancies on the Board of Directors and the term of office of directors will be as set forth in the Bylaws.

D. The Board of Directors may delegate its operational authority to such corporations, individuals and committees as the Board, in its discretion, may determine.

Article 9. Bylaws. The Bylaws of the Association will be initially adopted by the Board of Directors and may be amended or rescinded in the manner provided in the Bylaws.

Article 10. Liability and Indemnification of Directors. To the fullest extent that NMSA 1978, Section 53-8-25.3, as it exists on the date of these Articles or as it may be amended hereafter, permits the limitation or elimination of the liability of directors, no director of the Association will be personally liable to the Association or its members for monetary damages for breach of duty of care or other duty as a director. No amendment of or repeal of this Article will apply to or have any effect on the liability or alleged liability of any director of the Association for or with respect to any acts or omissions of such directors occurring prior to such amendment or repeal. The Association will indemnify its officers and directors in accordance with (1) NMSA 1978, Section 53-8-26, as it exists on the date of these Articles or as it may be amended hereafter, and (ii) general principals of law.

Article 11. Amendments. Amendments to these Articles may be proposed and adopted as provided in the New Mexico Nonprofit Corporation Act; provided, no amendment may be in conflict with the Declaration, and provided, further, no amendment will be effective to impair or dilute any rights of members that are governed by such Declaration. Any proposed

amendment must be approved by Voting Representatives representing more than 50% of the Members in the Association (as determined pursuant to the provisions of the Declaration), and the consent of the Declarant if the Declarant then owns any portion of the Properties or the Annexable Property. Provided, however, no Members will be entitled to vote on any amendment to these Articles for the sole purpose of complying with the requirements of any governmental or quasi-governmental entity or institutional lender authorized to fund, insure or guarantee mortgages on individual Lots, as such requirements may exist from time to time, which amendments may be adopted by the Board of Directors.

Article 12. Dissolution. The Association may be dissolved only on a resolution duly adopted by the Board of Directors and the affirmative vote of Voting Representatives representing more than 90% of the Members in the Association (as determined pursuant to the provisions of the Declaration), and the consent of the Declarant if the Declarant then owns any portion of the Properties or the Annexable Property. On dissolution of the Association, any remaining real property of the Association will be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that acceptance of such dedication is refused, such assets will be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.


Article 13. Merger and Consolidation. The Association may merge or consolidate only on a resolution duly adopted by the Board of Directors and the affirmative vote of Voting Representatives representing more than 75% of the Members of the Association (other than the Declarant) and the consent of the Declarant so long as the Declarant owns any property subject to the Declaration or which may be unilaterally subjected to the Declaration by the Declarant.

Article 14. Incorporator. The name of the incorporator of the Association is Kevin McCready. The incorporator's

address is 1401 Central Avenue NW, Suite B, Albuquerque, New Mexico 87104.

Article 15. Registered Agent and Office. The initial registered office of the Association is 3211 Highway 47, Los Lunas, New Mexico, 87031, and the initial registered agent is Robert C. Prewitt.

Dated: March 30, 2021.



Kevin McCready

RECEIVED APR 05 2021

**STATEMENT OF ACCEPTANCE OF APPOINTMENT
BY DESIGNATED INITIAL REGISTERED AGENT**

I, Robert C. Prewitt, hereby acknowledge that the undersigned individual accepts appointment as the Initial Registered Agent of Sierra Vista Communities Homeowners Association, Inc., the corporation which is named in the annexed Articles of Incorporation.



Robert C. Prewitt
Registered Agent

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