

Articles of Incorporation

Vista Sandia
Homeowners Association, Inc.



OFFICE OF THE
PUBLIC REGULATION COMMISSION

CERTIFICATE OF INCORPORATION

OF

VISTA SANDIA HOMEOWNERS ASSOCIATION, INC.


2074219

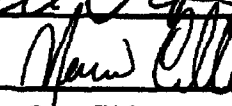
The Public Regulation Commission certifies that duplicate originals of the Articles of Incorporation attached hereto, duly signed and verified pursuant to the provisions of the
NONPROFIT CORPORATION ACT
(53-8-1 to 53-8-99 NMSA 1978)
have been received by it and are found to conform to law.

Accordingly, by virtue of the authority vested in it by law the Public Regulation Commission issues this Certificate of Incorporation and attaches hereto a duplicate original of the Articles of Incorporation.

Dated: MARCH 24, 2000

In testimony whereof, the State Public Regulation Commission of the State of New Mexico has caused this certificate to be signed by its Chairman and the seal of said Commission to be affixed at the City of Santa Fe



Chairman


Clerk

FILED IN THE
NM STATE CORPORATION DIVISION
MAR 24 2000

**ARTICLES OF INCORPORATION OF
VISTA SANDIA HOMEOWNERS ASSOCIATION, INC.**

In compliance with the provisions of the State of New Mexico Nonprofit Corporation Act, NMSA 1978, §§ 53-8-1 through 53-8-99 (Repl. Pamph. 1983 & Cum. Supp. 1994), the undersigned, D. R. Horton, Inc., a Delaware corporation, does hereby certify and adopt in duplicate the following Articles of Incorporation for the Vista Sandia Homeowners Association, Inc.

ARTICLE I: NAME

The name of the corporation is VISTA SANDIA HOMEOWNERS ASSOCIATION, INC. (hereinafter called the "Association").

ARTICLE II: DURATION

The Association shall exist perpetually.

ARTICLE III: PRINCIPAL OFFICE

The principal office of the Association is c/o D. R. Horton, Inc., 4400 Alameda NE, Suite B, Albuquerque, New Mexico 87113.

ARTICLE IV: REGISTERED AGENT

Robert C. Prewitt, whose address is c/o D. R. Horton, Inc., 4400 Alameda NE, Suite B, Albuquerque, New Mexico 87113 is hereby appointed the initial registered agent of this Association, and such address shall be the registered office of the Association.

ARTICLE V: PURPOSES AND POWERS

The purposes and powers of the Association are as follows:

Section 1. This Association does not contemplate pecuniary gain or profit to the members thereof, and is organized solely for non-profit purposes.

MAR 24 2000

Section 2. The Association shall not have the power to issue stock or to declare dividends.

Section 3. The specific purposes for which the Association is formed are to maintain, preserve and improve the common areas within that certain tract of property (hereinafter the "Property") situated in Bernalillo County, and more particularly described in the Vista Sandia Subdivision Comprehensive Declaration of Covenants, Conditions and Restrictions filed with the real property records of said county (hereinafter the "Declaration"), including any additions thereto, as may hereafter be brought within the jurisdiction of this Association; to promote the health, safety and welfare of the residents within the above-described Property; to sponsor for the benefit of its members, social, cultural and/or artistic events; and to do any and all other things necessary and convenient for the accomplishment or furtherance of any of the purposes stated herein, and to do all things necessary or convenient for the protection and benefit of the Association, and for these purposes to:

(a) Exercise all of the powers and privileges and perform all of the duties and obligations of the Association as set forth in the Declaration;

(b) Fix, levy, collect and enforce payment by any lawful means, including commencement of legal proceedings or litigation, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) Acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, conserve, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property and any interest therein in connection with the affairs of the Association;

including but not limited to, the common areas, recreational facilities, parks, roads, bridges, and drainage structures owned by existing and future members of the Association;

(d) Borrow money, and mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred, provided that any such mortgage, pledge, deed in trust, or hypothecation shall be in compliance with provisions of applicable law at the time of the conduct, including membership vote if required by applicable law and prior approval by HUD/VA if D. R. Horton, Inc. holds more than a majority of the voting power of the Association;

(e) Participate in mergers and consolidations with other non-profit corporations organized for the same purposes, and otherwise extend its jurisdiction and responsibilities to additional tracts of land, provided that any such merger, consolidation or annexation shall be in compliance with provisions of applicable law at the time of such conduct and shall be first approved by HUD/VA if D. R. Horton, Inc. at that time still holds more than a majority of the voting power of the Association. Notwithstanding the foregoing, HUD/VA approval shall not be required for the anticipated annexation of Units 2, 3 and 4 of the Vista Sandia Subdivision.

(f) To bring suit or participate in or commence any proceeding, whether judicial or administrative as necessary to protect the interests of the Association.

ARTICLE VI: MEMBERSHIP

The eligibility for membership shall be as stated in the Declaration. The Bylaws shall set forth any additional qualifications for membership.

ARTICLE VII: BOARD OF DIRECTORS

The business and affairs of this Association shall be conducted and managed by a Board of not less than three (3) and not more than five (5) Directors, who shall be members of the Association or the authorized agent of a member corporation or partnership. The number of directors may be changed by amendment of the Bylaws of the Association. The initial board of directors shall consist of the following three people:

- | | | |
|----|--------------------|---|
| 1. | Jesse Bearden | D. R. Horton, Inc.
4400 Alameda NE, Suite B
Albuquerque, New Mexico |
| 2. | J. Mark Ferguson | D. R. Horton, Inc.
4400 Alameda NE, Suite B
Albuquerque, New Mexico |
| 3. | Kathryn M. Rhoades | D. R. Horton, Inc.
4400 Alameda NE, Suite B
Albuquerque, New Mexico |

The Directors, other than the initial directors, shall be elected at the annual meeting and shall each serve a two year term. The terms of the Directors shall be staggered. Directors' seat numbered 1 shall be subject to an election of the Association at the first annual meeting. Directors' seats numbered 2 and 3 shall be subject to an election at the next following annual meeting.

ARTICLE VIII: DISSOLUTION

The Association may be dissolved if consistent with law and the Declaration. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall 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 such dedication is refused acceptance,

such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE IX: AMENDMENTS

Amendment to these Articles can be made if consistent with law and the Declaration and shall require the approval of at least two-thirds (2/3) of the vote of the Lot Owners.

ARTICLE X: INCORPORATOR

The name and address of the incorporator is:

Robert C. Prewitt
4400 Alameda NE, Suite B
Albuquerque, New Mexico 87113

IN WITNESS WHEREOF, for the purpose of forming this Association under the laws of the State of New Mexico, the undersigned, constituting the incorporator of this Association, has executed these Articles of Incorporation this 10th day of March, 2000.

By: _____

Robert C. Prewitt

Robert C. Prewitt
4400 Alameda NE, Suite B
Albuquerque, New Mexico 87113
505/797-4245

NM STATE OF NEW MEXICO
MAR 2 2000

ACCEPTANCE OF APPOINTMENT AS INITIAL REGISTERED AGENT

The undersigned, being duly sworn, hereby accepts appointment as Registered Agent, pursuant to the New Mexico Nonprofit Corporation Act, for Vista Sandia Homeowner's Association, Inc., a New Mexico nonprofit corporation.

Robert C. Prewitt
Initial Registered Agent

STATE OF NEW MEXICO)
)ss.
COUNTY OF BERNALILLO)

The foregoing Acceptance of Appointment as Initial Registered Agent was subscribed and sworn before me on this 15th day of March, 2000 by Robert C. Prewitt, Initial Registered Agent.

Witness my hand and official seal.

(SEAL)

Notary Public

My Commission Expires: 11/21/2000

MAR 24 2000