

Articles of Incorporation

Desert Ridge Place
Condominiums
Homeowners Association, Inc.

OFFICE OF THE SECRETARY OF STATE

NEW MEXICO

Certificate of Merger

OF

Desert Ridge Place Condominiums Homeowners Association, Inc.

2618791

New Mexico

The Office of the Secretary of State certifies that the Articles of Merger, duly signed and verified pursuant to the provisions of the

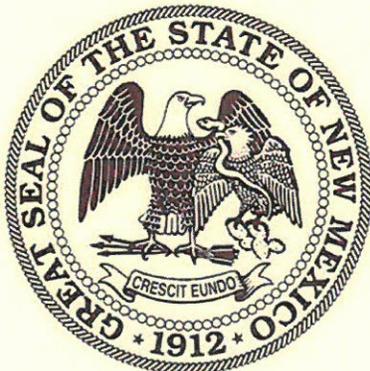
Nonprofit Corporation Act

53-8-1 to 53-8-99 NMSA 1978

have been received and are found to conform to law. Accordingly, by virtue of the authority vested in it by law, the Office of the Secretary of State issues this Certificate of Merger and attaches hereto a duplicate of the Articles of Merger.

Dated: **January 26, 2017**

In testimony whereof, the Office of the Secretary of State has caused this certificate to be signed on this day in the City of Santa Fe, and the seal of said office to be affixed hereto.



Maggie Toulouse Oliver

Maggie Toulouse Oliver
Secretary of State

ARTICLES AND PLAN OF MERGER NONPROFIT CORPORATIONS

Pursuant to NMSA 1978 § 53-8-40, the undersigned corporations adopt the following Articles of Merger which include a The Plan of Merger:

1. NAMES OF CORPORATIONS (both are formed under the laws of the State of New Mexico):

Desert Ridge Place Condominiums North Homeowners Association, Inc. ID# **2618791**
Desert Ridge Place Condominiums South Homeowners Association, Inc. ID# **2618809**

2. NAME OF SURVIVING CORPORATION:

Desert Ridge Place Condominiums North Homeowners Association, Inc. ID# **2618791** shall be the surviving corporation. It shall be renamed DESERT RIDGE PLACE CONDOMINIUMS HOMEOWNERS ASSOCIATION, INC.

3. TERMS AND CONDITIONS OF THE MERGER:

The two corporations were formed the same year by the same persons with documents which are virtually identical except for the name to operate two separate condominiums known as Desert Ridge Place Condominiums North and Desert Ridge Place Condominiums South. The two corporations will be merged into a single corporation which will manage both condominiums together.

The surviving corporation shall be the first filed of the two merged entities, Desert Ridge Place Condominiums North Homeowners Association, Inc. (ID# **2618791**), and it shall be governed by the articles of incorporation of Desert Ridge Place Condominiums North Homeowners Association, Inc., with the changes set out below. The corporation shall continue to operate under the bylaws of Desert Ridge Place Condominiums North Homeowners Association, Inc. as shall be amended.

The surviving corporation shall assume all rights and duties of the Condominium Association set out in the Condominium Declaration for Desert Ridge Place Condominiums-North recorded June 13, 2005 and the Condominium Declaration for Desert Ridge Place Condominiums-South recorded July 28, 2005. Both such declarations will be amended as well.

Each member of the merging corporations shall become a member of the surviving corporation, and they shall be entitled to vote as set out in the Condominium Declarations.

4. CHANGES TO THE ARTICLES OF INCORPORATION OF THE SURVIVING CORPORATION:

The name of the Corporation after merger shall be Desert Ridge Place Condominiums Homeowners Association, Inc.

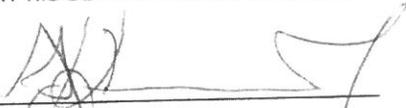
Exhibit "A" to the Articles of Incorporation shall include the property description of both Desert

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Ridge Place Condominiums North and Desert Ridge Place Condominiums South, a copy of which is attached hereto.

5. The Plan of Merger as set out herein was adopted by a vote of the membership of Desert Ridge Place Condominiums North Homeowners Association, Inc. at a meeting held October 25, 2016 at which a quorum was present and approved by a margin of not less than 67% of the owners present at that meeting in person or by proxy.
6. The Plan of Merger as set out herein was adopted by a vote of the membership of Desert Ridge Place Condominiums South Homeowners Association, Inc. at a meeting held October 25, 2016 at which a quorum was present and approved by a margin of not less than 67% of the owners present at that meeting in person or by proxy.

DESERT RIDGE PLACE CONDOMINIUMS NORTH HOMEOWNERS ASSOCIATION, INC.


By
Its President Jane Laurin

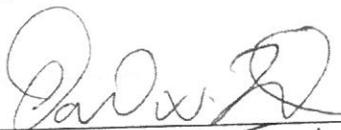
ATTEST:


Secretary TRACIE LAUBERT

DESERT RIDGE PLACE CONDOMINIUMS SOUTH HOMEOWNERS ASSOCIATION, INC.


By
Its President GAIL HOWELLS

ATTEST:


Secretary DAVID TURK

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OFFICE OF THE
PUBLIC REGULATION COMMISSION

CERTIFICATE OF INCORPORATION

OF

DESERT RIDGE PLACE CONDOMINIUMS NORTH HOMEOWNERS ASSOCIATION, INC.

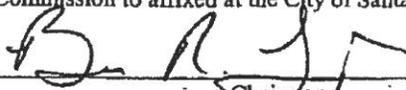
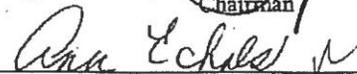
2618791

The Public Regulation Commission certifies that the Articles of Incorporation, 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 & 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 & attaches hereto, a duplicate of the Articles of Incorporation.

Dated: AUGUST 1, 2005

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

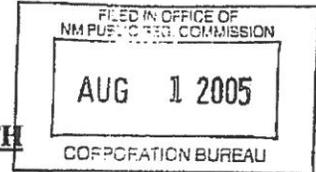

Chairman

Bureau Chief

2618791

ARTICLES OF INCORPORATION

OF

DESERT RIDGE PLACE CONDOMINIUMS NORTH
HOMEOWNERS ASSOCIATION, INC.



IN COMPLIANCE with the requirements of N.M.S.A 1978, Sections 53-8-1 to 53-8-99, the Non-profit Corporation Act, the undersigned natural persons, being of full age, and the incorporator for the purpose of forming a corporation not for profit, does hereby certify and adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation shall be **DESERT RIDGE PLACE CONDOMINIUMS NORTH HOMEOWNERS ASSOCIATION, INC.**, a non-profit corporation (the "Association").

ARTICLE II

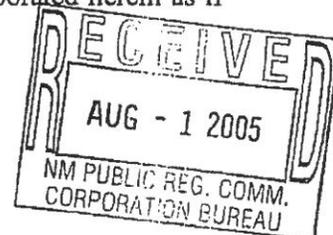
The location of the principal office of the Association in the State of New Mexico shall be in the City of Albuquerque, Bernalillo County, New Mexico, or at such other place as is designated from time to time by the Board of Directors.

ARTICLE III

The Association shall not afford pecuniary gain or profit, direct or indirect, incidentally or otherwise, to its members. The purpose for which it is formed are:

To promote the health, safety, community welfare and general welfare of the residents within the property described on Exhibit "A" which is attached hereto and incorporated herein by reference, and such additions thereto as may be brought within the jurisdiction of this Association by annexation, as provided in Article IX herein, hereafter referred to as the "Properties", and for this purpose to:

- (a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Condominium Declaration, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the office of the County Clerk of Bernalillo County, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;



- (b) Own, acquire, build, operate and maintain common elements and limited common elements, hereinafter referred to as "the common elements";
- (c) Fix, levy, collect and enforce payment by any lawful means, 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;
- (d) Enforce any and all covenants, restrictions, and agreements applicable to the Properties;
- (e) Pay taxes, if any, on the common properties and facilities; and
- (f) Insofar as permitted by law, to do any other thing that, in the opinion of the Board of Directors, will promote the common benefit and enjoyment of the residents of the Properties.

ARTICLE IV

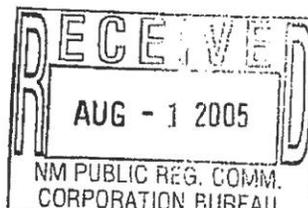
This Association does not and shall not afford pecuniary gain incidental or otherwise to any of its members. Upon dissolution of the Association, the assets, both real and personal, of the Association shall be dedicated to an appropriate public agency or utility to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Association. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to purposes as nearly as practicable the same as those which they were required to be devoted by the Association. No such disposition of Association properties shall be effective to divest or diminish any rights or title of any member vested in him under the recorded covenants and deeds applicable to the Properties, unless made in accordance with the provisions of such covenants and deeds.

ARTICLE V

The period of duration of the Association's existence is perpetual.

ARTICLE VI

The location of the registered office of the Association shall be 2632 Mesilla, NE, Albuquerque, New Mexico 87110, and the name of the person in charge thereof and the initial agent of the Association for service of process is Kenneth A. Hunt.



ARTICLE VII

The name and address of the incorporator, who is a natural person of adult age, is: Kenneth A. Hunt, 2632 Mesilla, NE, Albuquerque, New Mexico 87110.

ARTICLE VIII

The affairs of the Association shall be managed by a Board of not less than three (3) nor more than nine (9) Directors, who need not be members of the Association. The initial Board of Directors shall consist of three (3) Directors, who shall hold office until the election of their successors for the terms stated in Article XIV. Beginning with the first annual meeting, to be held on November 15, 2005, the members at each annual meeting shall elect Directors for terms of one (1) year.

ARTICLE IX

No additions to the properties may be made, except in accordance with the provisions of the Declaration.

ARTICLE X

Subject to the provisions of the Declaration, and to the extent permitted by law, the Association may participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, provided that any such merger or consolidation shall have the assent of two-thirds (2/3) of the votes of each class of members who are voting in person or proxy at a meeting duly called for this purpose, written notice of which shall be mailed to all members at least thirty (30) days in advance and shall set forth the purpose of the meeting.

ARTICLE XI

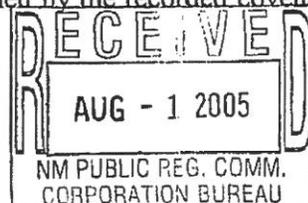
The Association shall have power to borrow money and also to mortgage the Properties; however, it may mortgage only to the extent authorized under the Declaration.

ARTICLE XII

The Association shall have the power to dispose of the Properties only as authorized under the Declaration.

ARTICLE XIII

These Articles may be amended in accordance with the law provided that the voting and quorum requirements specified for any action under any provisions of these Articles shall apply also to any amendment of such provision, and provided further that no amendment shall be effective to impair or dilute any rights of members that are governed by the recorded covenants



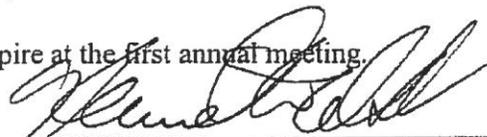
and restrictions applicable to the properties, as for example membership and voting rights, which are part of the property interest created thereby.

ARTICLE XIV

The names and addresses of those persons who are to act as Directors until the election of their successors and their terms of office are:

<u>Name</u>	<u>Address</u>	<u>Term</u>
Richard Gantner	9400 Holly, NE, Suite 202 Albuquerque, New Mexico 87122	1 year
Christine A. Gantner	9400 Holly, NE, Suite 202 Albuquerque, New Mexico 87122	1 year
Don Mock	9400 Holly, NE, Suite 202 Albuquerque, New Mexico 87122	1 year

The initial term of these Directors shall expire at the first annual meeting.



KENNETH A. HUNT

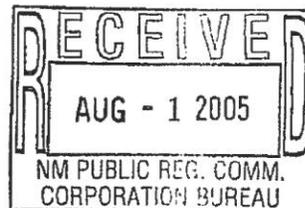
STATE OF NEW MEXICO)
)
COUNTY OF BERNALILLO)

On the 28th day of July, 2005, personally appeared before me KENNETH A. HUNT, to me personally known as the person described in and who executed the above and foregoing instrument as incorporator and acknowledged to me that he executed the same as his free act and deed on behalf of said corporation.

MY COMMISSION EXPIRES:
2/16/09



NOTARY PUBLIC



AFFIDAVIT OF ACCEPTANCE OF APPOINTMENT
BY DESIGNATED INITIAL REGISTERED AGENT

To Public Regulation Commission
State of New Mexico

STATE OF NEW MEXICO)
)
COUNTY OF BERNALILLO)

On this 28th day of July, 2005, before me, a Notary Public in the State and County aforesaid, personally appeared KENNETH A. HUNT, who is to me known to be appointed the person and who, being by me duly sworn, acknowledged to me that he does hereby accept appointment as the initial Registered Agent of **DESERT RIDGE PLACE CONDOMINIUMS NORTH HOMEOWNERS ASSOCIATION, INC.**, the Association which is named in the annexed Articles of Incorporation, and which is applying for a Certificate of Incorporation, pursuant to the provisions of the Nonprofit Corporation Act of the State of New Mexico.


REGISTERED AGENT

SUBSCRIBED AND SWORN TO before me this 28th day of July, 2005, by Kenneth A. Hunt.

MY COMMISSION EXPIRES:
2/16/09


NOTARY PUBLIC

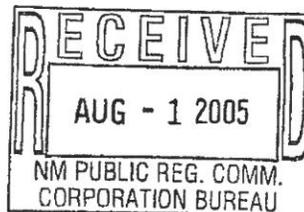
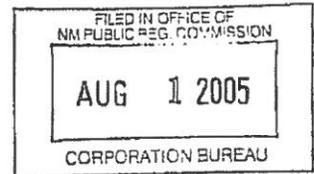


EXHIBIT "A"

Legal Description



Parcel 2-A, Desert Ridge Place, Unit 1, Albuquerque, New Mexico, as the same is shown and designated on the plat filed in the Office of the County Clerk of Bernalillo County, New Mexico on August 30, 2004, Book 2004C, Page 263.

