

FILED

ARTICLES OF INCORPORATION

FILED

1 THE OFFICE OF THE  
2 SECRETARY OF STATE OF THE  
3 STATE OF NEVADA

OF

APR 22 2 34 PM '89

APR 13 1989

SOUTH SHORES COMMUNITY ASSOCIATION

4 3152-89  
5 SEN DEL PAPA SECRETARY OF STATE

6 THE UNDERSIGNED, to form a Nevada Non-Profit  
7 Corporation ("the Corporation") under the provisions of Chapter

8 81 of the Nevada Revised Statutes, Section 81.410 to 81.540,  
9 inclusive, hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

10 The name of the Corporation shall be SOUTH SHORES  
11 COMMUNITY ASSOCIATION.

ARTICLE II

PURPOSE

12 (a) The specific and primary purpose for which the  
13 Corporation is formed is to provide community services and  
14 facilities for the general use, benefit and welfare of the  
15 owners and/or occupants of lots and condominiums situated within  
16 that certain real property in Las Vegas, Nevada, known as South  
17 Shores, as more particularly described in the Master Declaration  
18 of Covenants, Conditions and Restrictions and Reservations of  
19 Easements for South Shores to be recorded against said property  
20 (Master Declaration), which refers to this Corporation.

21 Except as specifically provided in these Articles of  
22 Incorporation to the contrary, the capitalized words and phrases  
23 in these Articles shall have the same meanings given such words  
24 and phrases as in the Master Declaration.

25 (b) In addition to its specific and primary purpose, the  
26 purpose of this Corporation shall be to engage as a non-profit  
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LAW OF,  
WILLIAM L. MCGIMSEY  
A PROFESSIONAL CORPORATION  
601 EAST CHARLESTON BOULEVARD  
LAS VEGAS, NEVADA 89104

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A PROFESSIONAL CORPORATION  
801 EAST CHARLESTON BOULEVARD  
LAS VEGAS, NEVADA 89104

1 organization in any one or more activities authorized by the  
2 Board of Directors but shall be consistent with the non-profit  
3 corporation law of the State of Nevada as that law is now or may  
4 hereafter be in effect.

5 ARTICLE III

6 PRINCIPAL PLACE OF BUSINESS

7 The principal office of the Corporation shall be  
8 located in Las Vegas, Clark County, Nevada. The address of the  
9 Corporation shall be 3624 Goldfield, North Las Vegas, Nevada.

10 ARTICLE IV

11 DIRECTORS

12 The initial Board of Directors of the Corporation  
13 shall consist of three (3) members. The number of Directors of  
14 the Corporation may be increased or decreased from time to time  
15 in such manner as shall be provided in the By-Laws of the  
16 Corporation. The names and addresses of the members of the  
17 initial Board of Directors which shall consist of three (3)  
18 persons and who shall hold office until their successors shall  
19 have been duly elected and qualified are as follows:

20	<u>Name</u>	<u>Address</u>
21	DONALD ANDRESS	P.O. Box 3966 North Las Vegas, NV 89030
22	DAVID M. GUBLER	P.O. Box 3966 North Las Vegas, NV 89030
23	LARRY CANARELLI	2700 E. Sunset Road Las Vegas, NV 89120

24 ARTICLE V

25 PROPERTY RIGHTS AND INTEREST OF MEMBERS

26 The Corporation shall have three (3) classes of voting  
27 membership as follows:  
28

1                    Class A:

2                    Class A members shall originally be all owners of lots  
3 and condominiums in each phase of development with the  
4 exception of Declarant and Participating Builders for so long as  
5 there exists a Class B membership in such phase of development.  
6 Each delegate shall be entitled to cast, (i) with respect to  
7 single-family residential lots or condominiums subject to  
8 assessment and owned by Class A members, one (1) vote for each  
9 such lot or condominium subject to the Master Declaration and  
10 located in the delegate district represented by such delegate;  
11 (ii) with respect to multi-family residential lots subject to  
12 assessment and developed as rental apartments, one (1) vote for  
13 every six (6) apartment units included within any such multi-  
14 family residential lot subject to the Master Declaration and  
15 located in its delegate district; and (iii) with respect to  
16 commercial area lots or condominiums, one (1) vote for each  
17 assessment unit allocated to such lots or condominiums in  
18 accordance with Section 6.05 in the Master Declaration. If  
19 there is a fraction remaining after performing the calculations  
20 described above with respect to the rental apartments and  
21 commercial area, such fraction shall be disregarded for the  
22 purposes of determining the number of Class A votes hereunder.

23                    Class B:

24                    Class B members shall be the Declarant and  
25 Participating Builders. The delegates shall be entitled to  
26 cast, (i) with respect to single-family residential lots or  
27 condominiums subject to assessment, three (3) votes for each lot  
28 or condominium owned by Declarant or Participating Builder; (ii)

1 with respect to multi-family residential lots subject to  
2 assessment and developed as rental apartments, three (3) votes  
3 for every two (2) apartment units; and (iii) with respect to  
4 commercial area lots or condominiums, three (3) votes for every  
5 assessment unit allocated to such lots or condominiums owned by  
6 Declarant or a Participating Building in accordance with Section  
7 6.05 of the Master Declaration. The Class B membership shall  
8 cease with respect to each particular phase of development and  
9 be converted to Class A membership on the happening of any of  
10 the following events, whichever occurs earlier:

11 (i) the fourth anniversary of the first  
12 close of escrow for the sale of a lot or  
13 condominium in the phase of development in  
14 which the first close of escrow has most  
15 recently occurred; or

16 (ii) the tenth anniversary of the  
17 recordation of the Master Declaration.

18 Class C:

19 The Class C member shall be Declarant. The Class C  
20 membership shall not be considered a part of the voting power of  
21 the Master Association and Declarant shall not be entitled to  
22 exercise any Class C vote except for the purpose of electing  
23 those Directors which the Class C membership is entitled to  
24 elect hereunder. The Class C member shall be entitled to solely  
25 elect a majority of the members of the Board of Directors of the  
26 Corporation until such time as the Class C member no longer owns  
27 any lot or condominium in the properties, or the tenth  
28 anniversary of the recordation of the Master Declaration,  
whichever occurs first.

The rules applicable to all members concerning the  
different class of membership and the voting property and other

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1 rights and privileges of membership shall be as further set  
2 forth in the Master Declaration.

3 ARTICLE VI

4 AMENDMENT OF ARTICLES

5 Amendment of these Articles of Incorporation shall  
6 require approval of the Board of Directors of the Corporation  
7 and the voter written consent of the members representing at  
8 least a majority of the total voting power of the Corporation.

9 ARTICLE VII

10 CUMULATIVE VOTING

11 All elections of Directors of the Corporation at which  
12 more than one (1) Director is to be elected, each member  
13 entitled to vote may cumulate his votes at his discretion by  
14 giving one or more candidates for director a number of votes  
15 equal to the member's share of the voting power of the  
16 Corporation, multiplied by the number of Directors elected.

17 ARTICLE VIII

18 TERM

19 The Corporation shall exist for a term of fifty (50)  
20 years, the maximum term allowed by Chapter 81 of the Nevada  
21 Revised Statutes.

22 IN WITNESS WHEREOF, we have hereunto subscribed our  
23 names this 21st day of March, 1989.

24 William L. McGimsey  
WILLIAM L. MCGIMSEY

25 Debi Drake  
DEBI DRAKE

26 Vera Martin  
VERA MARTIN

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STATE OF NEVADA )  
                          ) ss.  
COUNTY OF CLARK )

On this 31st day of March, 1989, before me the undersigned, a Notary Public in and for said County and State, personally appeared, WILLIAM L. MCGIMSEY, DEBI DRAKE and VERA MARTIN, known to me to be the persons whose signatures are subscribed to the foregoing Articles of Incorporation and duly acknowledged to me that they executed the same freely and voluntarily and for the uses and purposes therein mentioned.

WITNESS my hand and official seal.

LAW OFFICE  
WILLIAM L. MCGIMSEY  
A PROFESSIONAL CORPORATION  
801 EAST CHARLESTON BOULEVARD  
LAS VEGAS, NEVADA 89104

*Maureen A. Lowe*  
NOTARY PUBLIC in and for  
said County and State



MAUREEN A. LOWE  
Notary Public - State of Nevada  
CLARK COUNTY  
My Appointment Expires Apr. 9, 1990