

**ARTICLES OF INCORPORATION OF
THE ELK RIDGE LANDOWNERS' ASSOCIATION, INC.**

*Articles of Incorporation of
the Elk Ridge Landowners' Association, Inc.*

The undersigned acting as incorporators of a corporation under the New Mexico Non-profit Organization Act (53-8-1 to 53-8-99 NMSA, 1978), adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation is to be: the Elk Ridge Landowners' Association, Inc., hereafter called the "Association".

ARTICLE II

The period of duration of the Association is perpetual.

ARTICLE III

The address of the Association's initial registered office is as follows:

Elk Ridge Landowners' Association, Inc.
Star Route, Box 27
12 miles northwest of Pie Town, New Mexico on State Rd. 603
Pie Town, New Mexico 87827

The name of the initial registered agent is Dale Aldeghe whose address is:

HC 32, Box 215
9 miles south of U.S. 60, on Forest Rd. 23
Quemado, New Mexico 87829

ARTICLE IV

The purpose of the Association being organized is as follows:

To provide for the maintenance of the roads within and serving Elk Ridge, a subdivision, located in Catron County, New Mexico, (hereafter called the Subdivision), to enforce the Declaration of Covenants, Conditions and Restrictions of the Subdivision, and to promote

the health, safety, and welfare of the residents within the Subdivision and any additions hereto as may hereafter be brought within the jurisdiction of this Association and for this purpose to:

- a. Exercise all of the powers and privileges to perform all of the duties and obligations of the Association as set forth in the Plat of the Elk Ridge Subdivision, and the Declaration of Covenants, Conditions and Restrictions filed on said Subdivision.
- b. Fix, levy, collect and enforce payments by any lawful means, all charges or assessments pursuant to the terms of the declaration; to pay all expenses incident to the conduct of the business of the Association, including all 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, convey, sell, lease, sublease, transfer, dedicate for public use or otherwise deal with real or personal property in connection with affairs 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 debt incurred.
- e. Maintain roads to and within the Subdivision.
- f. Participate in mergers and consolidations with other non-profit corporations organized for the same purpose in the manner provided by statute.
- g. Have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-profit Corporation Act of the State of New Mexico may now or hereafter have or which powers, rights, and privileges are incorporated herein by reference.
- h. The Association does not contemplate pecuniary gain or profit to the members.

ARTICLE V

Every owner of a Lot in the Subdivision shall be a Member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any Lot. The Association shall have one (1) class of voting membership. The Members shall all be owners and shall be entitled to one (1) vote for each Lot owned. When more than one (1) person holds interest in any Lot, all such persons shall be exercised as they among themselves determine, but in no event shall more than one (1) vote be cast with respect to any Lot. Each Member shall have such other rights, duties, and obligations as shall be set forth in these Articles, By Laws and rules of Association, as may be amended from time to time.

ARTICLE VI

The affairs of this Association shall be managed by a Board of at least three (3) Directors, who need not be Members of the Association. The number of Directors may be increased by amendment of the By Laws of the Association, but in no event shall the number be decreased below three (3).

The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successors are:

Name:

Address:

Dale Aldeghe

HC 32, Box 215
9 miles south of U.S. 60, on
Forest Road 23
Quemado, New Mexico 87829

Melvin W. Hudson

Star Route, Box 27
12 miles northwest of Pie Town,
New Mexico on State Rd. 603
Pie Town, New Mexico 87827

Edith Aldeghe

HC 32, Box 215
9 miles south of U.S. 60, on
Forest Rd. 23
Quemado, New Mexico 87829

ARTICLE VII

The name and address of the Incorporator is as follows:

Dale Aldeghe
HC 32, Box 215
9 miles south of U.S. 60 on Forest Rd. 23
Quemado, New Mexico 87829

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of New Mexico, I, the undersigned, constituting the incorporator of this Association, have executed these Articles in Incorporation this 19 day of August, 1996.

Dale Aldeghe
Dale Aldeghe

State of New Mexico) ss
County of Catron)

On this 19th day of August, 1996, before me, the undersigned Notary Public, personally appeared Dale Aldeghe, known to me to be the same person whose name is subscribed to the foregoing instrument, and he acknowledges that he executed the same for the purposes therein contained.

In Witness Whereof, I have hereunto set my hand and official seal.

Jeff D. [Signature]
Notary Public

My commission expires; 11-30-99

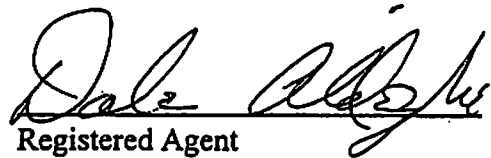


AFFIDAVIT OF ACCEPTANCE OF APPOINTMENT
BY DESIGNATED INITIAL REGISTERED AGENT

To: The State Corporation Commission
State of New Mexico

State of New Mexico) ss
County of Catron)

On this 12 day of August, 1996, before me, a Notary Public in and for the State and County aforesaid, personally appeared Dale Aldeghe, who is to me known to be the person and who, being duly sworn, acknowledge to me that he does hereby accept his appointment as the initial Registered Agent of the Elk Ridge Landowners' Association, Inc., the corporation which is named in the annexed Articles of Incorporation, and which is applying for a Certificate of Incorporation, pursuant to the provisions of the Non-Profit Corporation Act of the State of New Mexico.


Registered Agent

SUBSCRIBED AND SWORN TO before me on 12 August, 1996.


Notary Public

My Commission Expires: 1-10-00

