

AFTER FILING RETURN TO:

Mike Bastian  
1877 West 4000 South  
Roy, Utah 84067



JUN 19 '24 12:22 PM

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**ARTICLES OF INCORPORATION**  
**LIBERTY COVE HOMEOWNERS ASSOCIATION**  
**A UTAH NONPROFIT CORPORATION**

I, the "Incorporator," a natural person age 18 years or older, do hereby adopt these Articles of Incorporation thereby forming a nonprofit corporation under and subject to the Utah Revised Nonprofit Corporation Act, Utah Code 16-6a-101 *et seq.*, as such act may be amended from time to time (the "Nonprofit Act").

**ARTICLE I            Incorporator Name and Address**

The name and address of the Incorporator are:

Mike Bastian  
1877 West 4000 South  
Roy, Utah 84067

**ARTICLE II            Corporation Name and Initial Office**

The name of the nonprofit corporation is **Liberty Cove Homeowners Association**, which nonprofit corporation is a homeowners association of the same name (the "Association" and the "Corporation") and which Association is intended to include the lots so designated in the Liberty Cove East Subdivision and the Liberty Cove West Subdivision as each subdivision is officially platted. The address of the initial office of the Corporation is:

1877 West 4000 South  
Roy, Utah 84067

The Corporation may change its office address from time to time by action of its Board or Designated Agent.

**ARTICLE III            Registered Agent**

The registered agent of the Corporation within the state of Utah is:

Mike Bastian  
1877 West 4000 South  
Roy, Utah 84067

The Corporation may change its registered agent from time to time by action of its Board or Designated Agent.



**ARTICLE IV Duration**

The duration of the Corporation is perpetual.

**ARTICLE V Purpose**

The Corporation is organized exclusively for the purpose of operating, maintaining, and governing the Association in accordance with the Nonprofit Act and its duly recorded declaration of covenants, conditions, and restrictions as such may be adopted, amended, or restated from time to time (the “Declaration”), other applicable law, and its other governing documents. Except as otherwise provided in the Declaration or Bylaws, no dividend or any part of the net income of the Association, if any, shall be paid to its directors, officers, committee members, volunteers, or members.

**ARTICLE VI Powers, Limitations, and Restrictions**

The powers of the Association, as well as the limitations and restrictions on such powers, shall be as provided in the Declaration and Bylaws.

**ARTICLE VII Board of Directors**

The Association shall have a board of directors (the “Board”) which shall be organized as provided in its Bylaws. Notwithstanding the foregoing, pursuant to Utah Code 16-6a-801(2)(b), Mike Bastian, the Incorporator and a representative of the Declarant as designated in the Declaration or, if not so designated, as the term is defined in the Utah Community Association Act, is hereby authorized to exercise all of the powers that would otherwise be exercised by the Board of Directors until the Declarant’s Control Period under the Declaration has come to an end or, if the Declaration fails to define a Control Period or specify its termination, until the first of the following events occurs: (1) one (1) year after the date the Declarant completes all Association facilities, common area, and the like, including those of any additional phases of the Association; or (2) the day the Declarant, after giving written notice to the members of the Association, records an instrument voluntarily surrendering all rights to control the activities of the Association in accordance with Utah Code 57-8a-502 as it may be amended from time to time.

Except as otherwise provided in the Declaration or Bylaws, no director shall be compensated.

**ARTICLE VIII Director Liability and Indemnification**

To the fullest extent provided by present or future law, no director shall be liable to the Corporation or its members for monetary damages, except for willful misconduct or gross negligence.

To the fullest extent allowed by and in accordance with the Nonprofit Act as it may be amended from time to time, the Corporation shall indemnify the directors of the Corporation for inactions or actions taken on its behalf.



**ARTICLE IX Membership, Voting Rights, and Stock**

The Association shall have members with voting rights, and persons shall be admitted as members, as provided in the Declaration and Bylaws. The Association is a nonprofit corporation and shall not issue stock or, except as otherwise provided in the Declaration, interests in water or other property rights.

**ARTICLE X Bylaws**

The Incorporator or Declarant shall adopt and record bylaws of the Association (the “Bylaws”) which shall not be inconsistent with applicable law, the Declaration, or these Articles of Incorporation. Should the Incorporator or Declarant fail to adopt and record Bylaws prior to expiration of the Control Period, the Board shall adopt and record initial Bylaws pursuant to Utah Code 16-6a-206(1)(a).

**ARTICLE XI Designation of Agent**

The Corporation may, from time to time and by notarized instrument(s) executed by the Declarant or at least one member of the Board, designate an agent (the “Designated Agent”) to carry out the management of the Association and the business of the Corporation, such business including but not limited to: (1) Real Property; (2) Banks and Other Financial Institutions; (3) Operation of Entity or Business; (4) Insurance and Annuities; (5) Claims and Litigation; and (6) Taxes as described in Utah Code, Title 75, Chapter 9, Uniform Power of Attorney Act as amended from time to time regardless of whether such Act was intended to apply to the Corporation. The Designated Agent may be a manager of the Association with power of delegation to one or more of its employees.

**ARTICLE XII Conflict**

In the event of any conflict or inconsistency between these Articles of Incorporation and the Declaration, the Declaration shall control.

**ARTICLE XIII Amendment**

The Corporation may amend these Articles of Incorporation by the assenting vote of 67% of the voting membership; such amendments shall not be effective until duly filed with the Utah Department of Commerce. Notwithstanding the foregoing, during a Control Period described in the Declaration, the Declarant may amend these Articles of Incorporation and file any such amendment at its sole discretion, which shall become effective upon proper filing.

**[SIGNATURE BLOCK ON FOLLOWING PAGE]**



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DATED this 19 day of June in the year 2024.

**INCORPORATOR:**

Michael C. Bastian  
Mike Bastian

**Acceptance of Appointment and Consent to Serve as Registered Agent**

I acknowledge, accept, and consent to my designation or appointment as a registered agent in Utah on behalf of **Liberty Cove Homeowners Association**. I understand that it will be my responsibility to receive any process, notice, or demand that is served on me as the registered agent of the represented entity; to provide the notices to the represented entity at the address most recently supplied to the agent by the represented entity; to keep current the information required by Utah Code 16-17-203(1) or 16-17-204(1) in the most recent registered agent filing for the entity; and in the event I am to resign, I shall promptly furnish the represented entity notice in a record of the date on which a statement of resignation was filed.

**REGISTERED AGENT:**

Michael C. Bastian  
Mike Bastian  
Date: 6/19/24

State of Utah  
Department of Commerce  
Division of Corporations and Commercial Code  
I hereby certified that the foregoing has been filed  
and approved on this 19 day of JUN 20 24  
In this office of this Division and hereby issued  
This Certificate thereof.

Examiner TN Date 6/21/2024



Adam Watson  
Adam Watson  
Division Director