

ARTICLES OF INCORPORATION

OF

FAIRWAY TOWNHOME ASSOCIATION, INC.
A New Mexico Nonprofit Corporation

The undersigned, whose address is stated below, pursuant to the provisions of §53-8-1 et. seq., NMSA, 1978 as amended hereby makes and publishes these Articles of Incorporation of FAIRWAY TOWNHOME ASSOCIATION, INC., a New Mexico nonprofit corporation.

I

The name of the corporation shall be FAIRWAY TOWNHOME ASSOCIATION, INC.

II

The period of duration of the corporation shall be perpetual.

III

The object and purpose of the corporation shall be to manage and maintain common areas, on a nonprofit basis, for the owners of the divided and undivided interests in certain real property and improvements thereon situate in the County of Doña Ana, State of New Mexico.

To this end the corporation shall have full power and authority to do all things necessary with respect to the management of said real property and to enforcement of such Plat and Declaration and with respect to the rights and duties of the owners of the real property and all interests therein. It shall further have such other powers and duties as the owners and members may from time to time specify.

IV

The names and addresses of the first Board of Directors are:

Harold G. Denton, 6320 Vista de Oro, Las Cruces, NM 88005

Barbara L. Mobley Denton, 6320 Vista de Oro, Las Cruces, NM 88005

Kerry M. Garrett, P.O. Box 1658, Las Cruces, NM 88001

V

The directors of the corporation shall be three in number and shall be selected annually at the annual meeting of the members of the corporation. The remaining director may fill any vacancy occasioned by death or resignation of a director. Two members of the Board of Directors shall constitute a quorum at any meeting. The Board of Directors shall adopt appropriate Bylaws not inconsistent with the Declaration, which Bylaws may be amended from time to time at a meeting of the Board of Directors held for that purpose, or otherwise as provided in the Bylaws.

VI

The officers of the corporation shall consist of a president, a secretary, and a treasurer, and such other officers as may be provided in the Bylaws. Said officers shall be chosen from the Board of Directors. One person except that of president and secretary may hold any two offices.

VII

There shall be one vote for each member of the corporation; and the owner or owners of a lot, as shown on the plat of the subject property, and amendments thereto, from time to time filed in such county, shall be a member of the corporation, there being one membership for each such lot. Membership of the corporation, except for membership of the incorporators and the first

Board of Directors, shall be limited to record owners of the lots subject to the Declaration. Other rules pertaining to members and to the votes of members shall be as set forth in the Bylaws.

VIII

The corporation herein organized is not for profit and all of the officers and directors thereof shall act without compensation. The corporation, through its Board of Directors, shall have all of the powers conferred upon corporations organized pursuant to § 53-8-1 et seq., NMSA, 1978 as amended to the extent that such powers are commensurate with any corporation organized not for profit.

IX

The corporation's initial registered office shall be at 6320 Vista de Oro, Las Cruces, New Mexico 88005. The name of the corporation's initial registered agent shall be: Barbara L. Mobley Denton.

IN WITNESS WHEREOF, The following have set their hands and seals this _____ day of _____, 1999.

Barbara L. Mobley Denton
6320 Vista de Oro, Las Cruces, NM 88005

Harold G. Denton
6320 Vista de Oro, Las Cruces, NM 88005

Kerry M. Garrett
P.O. Box 1658, Las Cruces, NM 88004

