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STATE OF NEW MEXICO

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OFFICE OF
THE STATE CORPORATION COMMISSION

CERTIFICATE OF INCORPORATION

OF

FOX HILLS PROPERTY OWNERS ASSOCIATION, INC.

1582220

The State Corporation Commission certifies that duplicate originals of the Articles of Incorporation attached hereto, 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 and are found to conform to law.

Accordingly, by virtue of the authority vested in it by law, the State Corporation Commission issues this Certificate of Incorporation and attaches hereto a duplicate original of the Articles of Incorporation.

Dated: SEPTEMBER 24, 1992



In Testimony Whereof, the State Corporation Commission of the State of New Mexico has caused this certificate to be signed by its Chairman and the Seal of said Commission to be affixed at the City of Santa Fe

A handwritten signature in dark ink, appearing to read "Tim P. Serna", is written over a horizontal line.

Chairman

A handwritten signature in dark ink, appearing to read "Shirley B. ...", is written over a horizontal line.

Director

158222-0

ARTICLES OF INCORPORATION

OF

FOX HILLS PROPERTY OWNERS ASSOCIATION, INC.



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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 person, 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 FOX HILLS PROPERTY OWNERS ASSOCIATION, INC., a non-profit corporation.

ARTICLE II

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

ARTICLE III

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

To promote the health, safety, community welfare and general welfare of the residents within Fox Hills Property, hereafter referred to as "The Property", 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 those certain Restrictive Covenants for Fox Hills Subdivision, hereinafter called the "Covenants", 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 Covenants being incorporated herein as if set forth at length;

(b) Acquire, build, operate and maintain common areas, streets, footways, recreational facilities, including buildings, structures, personal properties incident thereto, hereinafter referred to as "the common properties and facilities";

(c) To do all things necessary with respect to carrying out the following:

(1) Perform maintenance and repair of all roadways within the Subdivision;

(2) Maintain unkept lands, trees or other plantings within the road right-of-ways and in the common area;

(3) Collect from residents and pay to the provider thereof for services such as water and garbage service, and supplementing such services if such payment and action is required;

(4) Funds collected for domestic water, dues, or service charges shall be disbursed only in payment for expenses of these systems.

(d) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments levied by the Association; 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.

(e) Enforce any and all covenants, restrictions, and agreements applicable to The Property;

(f) Pay taxes, if any, on the common properties and facilities; and

(g) 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 Fox Hills Subdivision.

(h) To exercise all powers and privileges and perform all duties and obligations as set forth in the water cooperative agreement.

(1) The Fox Hills Water Users' Association Agreement, including the Schedule of Fees and Charges, By-Laws, Rules and Regulations shall be used as a guide for the day-to-day operation of the Fox Hills Water System; however, whatever powers were vested in the aforementioned documents are now vested solely in the Fox Hills Property Owners Association. If a conflict exists between the Fox Hills Water Users' Association documents and the Fox Hills Property Owners Association documents, the latter shall prevail.

(2) To do all things permitted by the Non-Profit Corporation Act - N.M.S.A., 1978, SS 53-8-1 to 53-8-99.

ARTICLE IV

This corporation does not and shall not afford pecuniary gain incidental or otherwise to any of its members. Upon dissolution of the corporation, the assets, both real and personal, of the corporation 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 corporation. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the corporation. No such disposition of Association properties shall be effective to divest or diminish any rights or title of any member.

ARTICLE V

The period of duration of the existence of the Corporations' existence is perpetual.

ARTICLE VI

The location of the registered office of the corporation shall be 4 Fox Hills Ln., Sandia Park, NM 87047, and the name of the person in charge thereof and the initial agent of the corporation for service of process is R. Murray Bishop.

ARTICLE VII

The name and address of the incorporator, who is a natural person of adult age, is: R. Murray Bishop, 4 Fox Hills Lane, Sandia Park, New Mexico 87047.

ARTICLE VIII

The affairs of the corporation shall be managed by a Board of not less than three (3) nor more than five (5) Directors, who need not be members of the corporation. 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 XII. Beginning with the first annual meeting, to be held August 7, 1992, the members at each annual meeting shall elect directors for a term of one (1) year.

ARTICLE IX

Subject to the provisions of the recorded covenants and

restrictions applicable to the properties described in Article III and to the extent permitted by law, the corporation may participate in mergers and consolidations with other non-profit 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 X

The corporation shall have power to borrow money and also to mortgage its properties.

ARTICLE XI

The corporation shall have power to sell its real properties only with the consent of ninety percent (90%) of the property owners.

ARTICLE XII

These Articles may be amended in accordance with the law provided that the voting and quorum requirements specified for any action under any provision 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, as for example membership and voting rights. In no case shall the Articles be amended without a two-thirds (2/3) majority of all eligible voters.

ARTICLE XIII

Each owner of an improved property in the development shall be eligible for membership in the association. Such membership shall at all times be identified with the owner of the property or properties and shall not be subject to the approval of the Board of Directors or other members.

(a) Membership shall be appurtenant to and may not be separated from ownership of any lot. Ownership of such lot shall be the sole qualification for membership.

(b) No expulsion of members or cancellation of voting rights shall be permitted.

(1) Voting rights in the association shall be proportionate to the number of improved properties served by the system and owned by the members.

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(2) Voting rights are restricted to property with improvements only.

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:

R. Murray Bishop
4 Fox Hills Lane
Sandia Park, NM 87047

Bonnie A. Bishop
705 Palace
Santa Fe, NM 87501

Jacqueline E. Bishop
4 Fox Hills Lane
Sandia Park, NM 87047

To serve until the annual meeting to be held January 4, 1993. An affidavit signed by each Director consenting to being a Director is on file with the Corporation.

IN WITNESS WHEREOF, I have set my hand, this 22 day of September, 19 92.

R. Murray Bishop
R. MURRAY BISHOP

STATE OF NEW MEXICO)
)ss.
COUNTY OF BERNALILLO)

On the 22nd day of September, 19 92 personally appeared before me R. Murray Bishop, to me personally known to be the person described in and who executed the above foregoing instrument as incorporator and acknowledged to me that he executed the same as his free act and deed on behalf of said corporation.

Erin J. Frinkman
Notary Public

My Commission Expires: 5/3/94



OFFICIAL SEAL
ERIN J. FRINKMAN
NOTARY PUBLIC - NEW MEXICO
Notary Bond Filed with Secretary of State
My Commission Expires 5/3/94

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**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 Bernalillo)



On this 2 day of September, 1992, before me a Notary Public in and for the State and County aforesaid, personally appeared R. Murray Bishop, who is to me known to be the person and who, being duly sworn, acknowledged to me that he does hereby accept his appointment as the Initial Registered Agent of FOX HILLS PROPERTY OWNERS ASSOCIATION, INC.

the Corporation which is named in 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.

R. Murray Bishop
REGISTERED AGENT'S SIGNATURE

BY (I) _____
 ✓ PRESIDENT

Subscribed and sworn to before me on the day, month, and year first above set forth

Erin J. Frinkman
NOTARY PUBLIC
Commission Expires: 5/3/94

(Notarial seal)



OFFICIAL SEAL
ERIN J. FRINKMAN
NOTARY PUBLIC - NEW MEXICO
Notary Bond Filed with Secretary of State
My Commission Expires 5/3/94

NOTE: (1) If the Agent is a Corporation then the affidavit must be executed by the President or Vice-President of the Corporation.

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OFFICE OF THE SECRETARY OF STATE

NEW MEXICO

Certificate of Amendment

OF

FOX HILLS PROPERTY OWNERS ASSOCIATION, INC.

1582220

New Mexico

The Office of the Secretary of State certifies that the Articles of Amendment, 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 Amendment and attaches hereto a duplicate of the Articles of Amendment.

Dated: **February 13, 2018**

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



New Mexico
Secretary of State

325 Don Gaspar, Suite 300 · Santa Fe, NM 87501
(800) 477-3632 · www.sos.state.nm.us

Office of the New Mexico Secretary of State
Filing Number: 0001815333
Filed On: 2/13/2018
Total Number of Pages: 1 of 4

**SUBMIT ORIGINAL AND A COPY
TYPE OR PRINT LEGIBLY**

**Nonprofit Corporation
ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION**

Pursuant to the provisions of the New Mexico Nonprofit Corporation Act, the undersigned corporation adopts the following Articles of Amendment for the purpose of amending its Articles of Incorporation:

ARTICLE ONE: The name of the corporation is (include NM CORP#): FOX HILLS PROPERTY OWNERS ASSOCIATION, INC, #1582220

ARTICLE TWO: The following articles are amended as set forth here: *(identify by article number and attach additional pages if necessary)*

SEE EXHIBIT "A" ATTACHED HERETO

ARTICLE THREE: *(select the appropriate action taken)* The date of the meeting of members at which the amendment was adopted was 12-4, 2017.

A quorum of the members entitled to vote was present and the amendment received at least two-thirds (2/3) of the votes which members present at the meeting or represented by proxy were entitled to cast.

OR

The amendment was adopted by a consent in writing signed by all members entitled to vote thereon.

OR

The date of the meeting of the board of directors at which the amendment was adopted was _____. The corporation has no members, or no members entitled to vote thereon, therefore the amendment was adopted by a majority of the board of directors in office.

ARTICLE FOUR: If these Articles of Amendment are not to be effective upon filing with the Secretary of State, the effective date is: *(if an effective date is specified here, it cannot be a date prior to the date the articles are received by the commission)* _____

Dated: 1-10-2018

FOX HILLS PROPERTY OWNERS ASSOCIATION, INC,

Name of Corporation

Two officers must sign: By Dennis Kramer
Dennis Kramer, President Signature of Authorized Officer

By Alice Kraft
Alice Kraft, Secretary Signature of Authorized Officer

Form DNP-AM (revised 06/13)

RECEIVED
SOS
Corporation Bureau

FEB 13 2018

RECEIVED
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Corporation Bureau

FEB 02 2018

EXHIBIT "A"

A. Articles of Incorporation

1. Article I shall be deleted in its entirety and the following substituted therefor:

The name of the Corporation shall be the FOX HILLS PROPERTY OWNERS ASSOCIATION, INC., a non-profit corporation. The Corporation may also be referred to herein as the "Association".

2. Article III shall be deleted in its entirety and the following substituted therefor:

ARTICLE III

The Corporation shall not afford pecuniary gain or profit, direct or indirect, incidentally or otherwise, to its members. The purpose for which it is formed is to promote the health, safety, community welfare and general welfare of the residents within Fox Hills Subdivision (hereafter referred to as the "Subdivision"), and for this purpose to:

(a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Grantor and its successors assigns, as set forth in those certain Restrictive Covenants for Fox Hills Subdivision, hereinafter called the "Covenants", applicable to the Subdivision and 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 Covenants being incorporated herein as if set forth at length:

(b) Acquire, build, operate and maintain common areas, streets, footways, recreational facilities, including buildings, structures, personal properties incident thereto, hereinafter referred to as "the common properties and facilities";

(c) To do all things necessary with respect to carrying out the following:

- 1) Collect from residents and pay to the provider thereof for services such as water and supplementing such services if such action is required;
- 2) Funds collected for domestic water, dues, or service charges shall be disbursed only in payment for expenses of these systems.

(d) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments levied by the Association; 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.

(e) Enforce any and all covenants, restrictions, and agreements applicable to the Subdivision;

(f) Pay taxes, if any, on the common properties and facilities.

(g) 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 Fox Hills Subdivision.

(h) To exercise all powers and privileges and perform all duties and obligations as previously set forth in the Water Cooperative Agreement dated January 28, 1986 and recorded with the County Clerk of Bernalillo County on October 23, 1992 as Doc. No. 92106646 and as amended hereby, including the following:

- 1) Territory. The territory to be covered will be those (A) Lots located in the Fox Hills Subdivision, and (B) other properties in the vicinity of Fox Hills Subdivision as may be approved by the Corporation's Board of Directors and having Water Users Agreements with the Corporation for water service.
- 2) Water Users. Both the members of the Corporation and those property owners having Water Users Agreements with the Corporation may hereinafter be referred to as "Water Users".
- 3) Operation of Water System. A purpose of the Corporation is to provide water to the Water Users and to provide for the operation and maintenance of a water system.
- 4) Lien of Charges. The fees or charges charged to any Water User shall, if not paid, become a lien upon said Water User's property subordinate only to the lien of any first mortgagee of the property.
- 5) Easements and Right of Ingress and Egress. The members of the Corporation have agreed that the Corporation may utilize the easements as provided on the Plat of Subdivision for the purposes of placing its water lines to serve the Water Users and consented to such use. Said members have granted the Corporation the right of ingress and egress to service, maintain and repair the water lines which may be located on their property.
- 6) Withdrawal. Any Water User may voluntarily withdraw from receiving water service and thus give up any rights to have water supplied by the Corporation, in a written statement to such effect which is properly acknowledged. Additionally, a Water User will be deemed to have withdrawn from the right to receive water service if said Water User loses title to the property served by the Water Users Agreement applicable to said property.
- 7) Termination. If the Corporation decides to terminate providing water service and to no longer pursue that purpose, it may sell all of its property

pertaining to the water system and divide the proceeds and/or assets in kind among the Water Users upon such terms and conditions as the Board of Directors shall determine.

(i) To do all things permitted by the Non-Profit Corporation Act, NMSA 1978, §§ 53-8-1 and 53-8-99.

3. Article XIII shall be deleted in its entirety and the following substituted therefor:

ARTICLE XIII

Each owner of an improved Lot in the Subdivision shall be a member in the Corporation unless said owner elects in writing to decline membership. Such membership shall at all times be identified with the owner of the Lot or Lots and shall not be subject to the approval of the Board of Directors or other members.

- a) Membership shall be appurtenant to, and may not be separated from, ownership of any Lot. Ownership of such Lot shall be the sole qualification for membership.
- b) No expulsion of members or cancellation of voting rights shall be permitted.
- c) Voting rights in the Corporation shall be identical to the number of improved Lots owned by a member with one vote per Lot. Additionally, for those matters concerning the water system, each non-member Water User shall have one vote per Water Users Agreement.