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FILED

JUN 14 2018

OREGON
SECRETARY OF STATE

**ARTICLES OF INCORPORATION
OF
CEDAR LANDING HOMEOWNERS' ASSOCIATION, INC.**

**ARTICLE I
NAME**

The name of the corporation is the CEDAR LANDING HOMEOWNERS' ASSOCIATION, INC., an Oregon Nonprofit Corporation, hereafter called the "Association." The Association shall be a mutual benefit nonprofit corporation.

**ARTICLE II
PRINCIPAL OFFICES**

The principal office and place of business of the Association is:

**CEDAR LANDING HOMEOWNERS' ASSOCIATION, INC.
C/O ERIC ARTNER, REGISTERED AGENT
67 FAIRWAY CIRCLE
MEDFORD, OR 97504**

**ARTICLE III
REGISTERED AGENT**

The name and address of the appointed initial Registered Agent of this Association is:

**ERIC ARTNER, REGISTERED AGENT
CEDAR LANDING HOMEOWNERS' ASSOCIATION, INC.
67 FAIRWAY CIRCLE
MEDFORD, OR 97504**

The address where the Secretary of State may mail notices is:

**ERIC ARTNER, REGISTERED AGENT
CEDAR LANDING HOMEOWNERS' ASSOCIATION, INC.
67 FAIRWAY CIRCLE
MEDFORD, OR 97504**

**ARTICLE IV
PURPOSE AND POWERS OF THE ASSOCIATION**

This Association does not contemplate pecuniary gain or profit to its members, and the specific purposes for which it is formed is to provide for maintenance of that certain tract of property commonly referenced as CEDAR LANDING, according to its Plat in the City of Medford, Jackson County, Oregon and to promote the health, safety and welfare of the residents within the above-described

CEDAR LANDING HOMEOWNERS' ASSOC



as may hereafter be brought within the jurisdiction of this Association. The Association is entitled 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 that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration," applicable to the property and recorded or to be recorded in the Office of the recorder of Jackson County, Oregon and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as fully set forth;

(B) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; 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 government 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, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(D) Borrow money, and with the assent of three-fourths (75%) of the members and to mortgage, pledge, convey a deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(E) Dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by three-fourths (75%) of the members, agreeing to such dedication, sale or transfer;

(F) Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of three-fourths (75%) of the members;

(G) Have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Oregon by law may now or hereafter have or exercise.

ARTICLE V
MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract purchasers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

ARTICLE VI
VOTING RIGHTS

The members shall be all Owners and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine and as set forth in the Declaration, but in no event shall more than one vote be cast with respect to any Lot.

ARTICLE VII
BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of Directors. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

**ERIC ARTNER
67 FAIRWAY CIRCLE
MEDFORD, OR 97504**

**JIM ZUNDEL
744 CARDLEY AVE, SUITE 100
MEDFORD, OREGON 97504**

**CHRIS GALPIN
744 CARDLEY AVE., SUITE 100
MEDFORD, OREGON 97504**

ARTICLE VIII
DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than a majority of the members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be conveyed and divided equally among the members.

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ARTICLE IX
DURATION

The corporation shall exist perpetually.

ARTICLE X
AMENDMENTS

Amendment of these Articles shall require the assent of a majority of the entire membership.

ARTICLE XI
INCORPORATOR

The name and address of the Incorporator is as follows:

**ERIC ARTNER, INCORPORATOR
CEDAR LANDING HOMEOWNERS' ASSOCIATION, INC.
67 FAIRWAY CIRCLE
MEDFORD, OR 97504**

HOUSE BILL 2191 DECLARATION. *I, Eric Artner, declare, under penalty of perjury, that I am a Director of the corporation and have direct knowledge of the operations and business activities of the nonprofit corporation. I declare, under penalty of perjury, that this document does not fraudulently conceal, fraudulently obscure, fraudulently alter, or otherwise misrepresent the identity of the person or any officers, directors, employees or agents of the limited liability company. This filing has been examined by me and is, to the best of my knowledge and belief, true, correct, and complete.*

IN WITNESS WHEREOF, *for the purpose of forming this corporation under the laws of the State of Oregon we, the undersigned, constituting the incorporator of this Association, has executed these Articles of Incorporation this 5th day of January 2018.*



ERIC ARTNER, INCORPORATOR

PERSON TO CONTACT ABOUT THIS FILING:

**JOHN R. HANSON
ATTORNEY AT LAW
800 WEST 8TH STREET
MEDFORD, OR 97501
(541) 776-3405**