

OFFICE OF THE
PUBLIC REGULATION COMMISSION

CERTIFICATE OF INCORPORATION

OF

AUTUMN VIEW HOMEOWNERS' ASSOCIATION, INC.

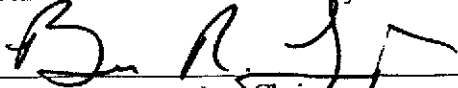
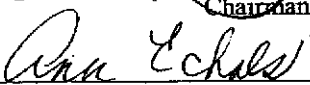
2868297

The Public Regulation Commission certifies that the Articles of Incorporation, 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 & are found to conform to law.

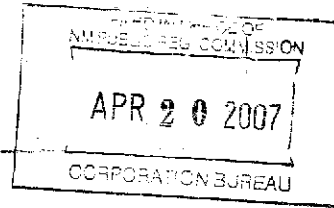
Accordingly, by virtue of the authority vested in it by law, the Public Regulation Commission issues this Certificate of Incorporation & attaches hereto, a duplicate of the Articles of Incorporation.

Dated: APRIL 20, 2007

In testimony whereof, the Public Regulation 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.


Chairman

Bureau Chief

**ARTICLES OF INCORPORATION
OF
AUTUMN VIEW HOMEOWNERS' ASSOCIATION, INC.**



The undersigned person (the "Incorporator"), for the purpose of forming a nonprofit corporation pursuant to the New Mexico Nonprofit Corporation Act, Sections 53-8-1 through 53-8-99 NMSA 1978, as amended and supplemented, (the "Act"), hereby certifies as follows:

**ARTICLE I
NAME**

The name of the corporation is AUTUMN VIEW HOMEOWNERS' ASSOCIATION, INC.

**ARTICLE II
DURATION**

The corporation shall have perpetual duration.

**ARTICLE III
PURPOSES AND POWERS**

Purposes

The corporation is organized and will be operated exclusively for charitable and commercial association purposes and does not contemplate pecuniary gain or benefit, direct or indirect, to its members. By way of explanation and not of limitation, the purposes for which it is formed are to:

a) be and constitute the Association of Lot Owners in the residential subdivision known as Autumn View (the "Subdivision"), as referred to in the Declaration of Covenants, Conditions and Restrictions for Autumn View Subdivision, as the same may be amended from time to time (the "Declaration"), the Declaration having been recorded in the real estate records of the County Clerk of Bernalillo County, New Mexico;

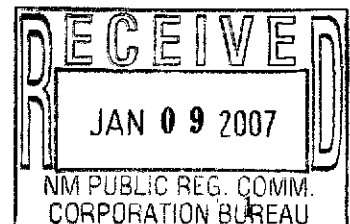
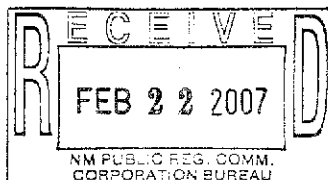
b) perform all obligations and duties of the Association and exercise all rights and powers of the Association, as specified in the Declaration and in the Bylaws duly adopted by the corporation, as may be amended from time to time (the "Bylaws"), and as provided by law; and

c) provide an entity to help promote and protect the interest of the Lot Owners in the Subdivision.

RECEIVED

APR 20 2007

NM PUBLIC REG. COMM.
CORPORATION BUREAU



The corporation will not carry on any activity not permitted to be carried on by an organization exempt under Section 501(c)(22) of the Internal Revenue Code and corresponding Treasury Regulation as they now or hereafter exist, or by an organization contributions to which are deductible under Section 170(c)(2) of such Code and Regulations. No substantial part of the activities of the corporation will be the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation will not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

Powers

In furtherance of its purposes, the corporation shall have the following powers, which unless indicated otherwise by the Declaration or Bylaws, may be exercised by the Board of Directors:

a) All powers conferred upon nonprofit corporations under New Mexico law in effect from time to time;

b) All the powers necessary or desirable to perform the obligations and duties and exercise the rights and powers set out in these Articles, the Bylaws and Declaration, including without limitation, the following powers to:

i. fix and collect assessments or other charges to be levied against the Lots;

ii. manage, control, operate, maintain, repair, and improve the Common Areas and facilities and property subsequently acquired by the corporation, or any property owned by another, for which the corporation, by rule, regulation, Declaration or other contract has a right or duty to provide such services;

iii. enforce covenants, conditions, easements or restrictions affecting any property to the extent the Association may be authorized to do so under the Declaration or Bylaws;

iv. engage in activities which will foster, promote, and advance the common interests of all Lot Owners of Units;

v. buy, acquire, sell, dispose of, mortgage, or encumber, exchange, lease, hold, use, operate, and otherwise deal in and with real, personal, and mixed property of all kinds and any right or interest therein for any purpose of the corporation;

vi. borrow money for any purpose, as may be limited in the Declaration or the Bylaws;

vii. enter into, make, perform or enforce contracts of every kind and description, and to do all other acts necessary, appropriate, or advisable in carrying out any purpose of the Association, with or in association with any other association, corporation, or other entity or agency, public or private;

viii. act as agent, trustee, or other representative of other corporations, firms, or individuals, and as such to advance the business or ownership interests in such corporation, firms, or individuals; and

ix. adopt Bylaws, as may be necessary or desirable for the proper management of the affairs of the Association; provided, however, such Bylaws may not be inconsistent with or contrary to any provisions of the Declaration.

The foregoing enumeration of powers shall not limit or restrict in any manner the exercise of other and further rights and powers which may now or hereafter be allowed or permitted by law; and the powers specified in each of the paragraphs of this Article III. Capitalized terms used and not otherwise defined in these Articles of Incorporation shall have the meanings assigned to such terms in the Declaration.

ARTICLE IV MEMBERSHIP

The corporation shall be a membership corporation without certificates or shares of stock. All unit owners, by virtue of their ownership of Lots in the Subdivision, are members of the Association. The members shall be entitled to one vote for each Unit in which they hold the interest required for membership, in accordance with, and subject to the restrictions contained in, the Declaration.

ARTICLE V BOARD OF DIRECTORS

The business and affairs of the corporation shall be conducted, managed, and controlled by a Board of Directors. The Board shall consist of three (3) members, the specific number to be set from time to time pursuant to the Bylaws. The initial Board of Directors shall consist of three (3) members as follows:

<u>Name</u>	<u>Address</u>
Jody Pauza	6260 Riverside Plaza NW, Albuquerque, NM 87120
Marianne Baca	6260 Riverside Plaza NW, Albuquerque, NM 87120
Wade Wingfield	6260 Riverside Plaza NW, Albuquerque, NM 87120

The methods of election and term of office, removal and filling of vacancies shall be as set forth in the Bylaws. The Board may delegate such operating authority to such companies, individuals, or committees as the Board, in its discretion, may determine.

ARTICLE VI DISSOLUTION

The corporation may be dissolved only as provided in the Declaration, Bylaws, and by the laws of New Mexico.

ARTICLE VII AMENDMENTS

These Articles may be amended as provided in the Act, provided that no amendment shall be in conflict with the Declaration, and provided further that no amendment shall be effective to impair or dilute any rights of members, as set forth in the Declaration or in the Act that are governed by such Declaration.

ARTICLE VIII INDEMNIFICATION

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he or she is or was a director or officer of the Association shall be indemnified by the corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him or her (or by his or her heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such director or officer breached or failed to perform his or her duties and that such breach or failure to perform constituted recklessness or willful misconduct. Such right of indemnification shall not be deemed exclusive of any other rights to which such director or officer (or such heirs, executors, or administrators) may be entitled apart from this Section. All or any of the cost of funding the foregoing indemnification provision may be treated by the corporation as common expenses assessable to the numbers.

**ARTICLE IX
REGISTERED AGENT AND OFFICE**

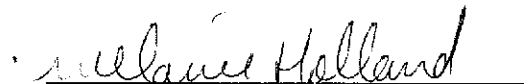
The initial registered office of the corporation is Canyon Gate Real Estate Services , 8500 Jefferson St NE, Suite B, Albuquerque, NM 87113.

**ARTICLE X
INCORPORATOR**

The name and address of the incorporator is as follows:

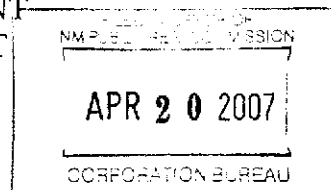
Melanie Holland
8500 Jefferson Ave NE, Suite B
Albuquerque, NM 87113

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28th day of December, 2006.



Melanie Holland, Incorporator

STATEMENT OF ACCEPTANCE OF APPOINTMENT
BY DESIGNATED INITIAL REGISTERED AGENT



I, Melanie Holland,
hereby acknowledge that the undersigned individual or corporation accepts appointment

As Initial Registered Agent of Autumn View Homeowners Association, Inc.,

the corporation which is named in the annexed Articles of Incorporation.

*(Sign on this if the registered agent named in the Articles of Incorporation is an individual.
If this line is signed, the two lines below do not apply and must be left blank.)*

.....

CORPORATION ACTING AS A REGISTERED AGENT ONLY

(If the following lines are used, the signature line above does not apply and must be left blank)

Canyon Gate Real Estate Services, LLC.

(If the registered agent named in the Articles of Incorporation is a corporation, type or print the name of the corporation here)

By Melanie Holland

(An authorized officer of the corporation being appointed as registered agent must sign here)

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APR 20 2007

NM PUBLIC REG. COMM.
CORPORATION BUREAU

NEW MEXICO PUBLIC REGULATION COMMISSION

COMMISSIONERS

DISTRICT 1 JASON MARKS, VICE CHAIRMAN
DISTRICT 2 DAVID W. KING
DISTRICT 3 BEN R. LUJAN, CHAIRMAN
DISTRICT 4 CAROL K. SLOAN
DISTRICT 5 SANDY JONES



1120 Paseo de Peralta/P.O. Box 1269
Santa Fe, NM 87504-1269
(505) 827-4508
1-800-947-4722

CORPORATION DEPARTMENT

APRIL 24, 2007

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APR 26 2007

CANYON GATE REAL ESTATE
PO BOX 93488
ALBUQUERQUE, NM 87199

RE: AUTUMN VIEW HOMEOWNERS' ASSOCIATION, INC.
SCC#2868297

BE ADVISED THAT THIS COMMISSION HAS APPROVED AND FILED THE ARTICLES OF INCORPORATION, FOR THE ABOVE REFERENCED CORPORATION, EFFECTIVE APRIL 20, 2007. THE ATTACHED CERTIFICATE OF INCORPORATION SHOULD BECOME A PERMANENT DOCUMENT OF THE CORPORATION'S CORPORATE RECORDS.

THE ATTACHED CERTIFICATE DOES NOT CONSTITUTE AUTHORIZATION FOR THE ABOVE REFERENCED CORPORATION TO TRANSACT ANY BUSINESS WHICH REQUIRES COMPLIANCE WITH OTHER APPLICABLE FEDERAL OR STATE LAWS, INCLUDING, BUT NOT LIMITED TO, STATE LICENSING REQUIREMENTS. IT IS THE CORPORATION'S SOLE RESPONSIBILITY TO OBTAIN SUCH COMPLIANCE WITH ALL LEGAL REQUIREMENTS APPLICABLE THERETO PRIOR TO ENGAGING IN THE BUSINESS FOR WHICH IT HAS OBTAINED THE ATTACHED CERTIFICATE OF INCORPORATION.

REQUIRED FILING INFORMATION, WITH THE COMMISSION, FOLLOWS:

THE ENCLOSED FIRST REPORT IS TO BE COMPLETED AND FILED BY MAY 24, 2007, WITH A FILING FEE OF \$10.00. THE ORIGINAL FIRST REPORT IS TO BE FILED WITH OUR OFFICE. THEREAFTER, A CORPORATE REPORT MUST BE FILED ANNUALLY ON OR BEFORE THE FIFTEENTH DAY OF THE FIFTH MONTH FOLLOWING THE CORPORATION'S TAXABLE YEAR END. LATE FILING PENALTY OF \$10.00 WILL BE ADDED FOR UNTIMELY FILING OF ANY REPORT. THE FIRST REPORT IS NOT FILED IN LIEU OF ANY REQUIRED CORPORATE REPORT. THE REPORT IS REQUIRED TO BE FILED WHETHER A CORPORATION IS ACTIVE OR INACTIVE OR UNTIL SUCH TIME THAT THE CORPORATION IS RELIEVED FROM FILING THE REPORT AS REQUIRED BY LAW.

A SUPPLEMENTAL REPORT SHALL BE FILED WITHIN THIRTY DAYS IF, AFTER FILING OF THE CORPORATE REPORT, A CHANGE IS MADE AFFECTING THE REPORT. PLEASE CONTACT THIS COMMISSION FOR ADDITIONAL INFORMATION AND SUPPLEMENTAL REPORT FORMS.

THE BYLAWS IN EFFECT FOR THE CORPORATION, SIGNED BY TWO AUTHORIZED OFFICERS, SHALL BE MAINTAINED AT THE CORPORATION'S PRINCIPAL OFFICE IN NEW MEXICO AND SHALL BE SUBJECT TO INSPECTION AND COPYING BY THE PUBLIC. IF THE MOST RECENTLY ADOPTED BYLAWS ARE SO MAINTAINED, THEY SHALL NOT BE VOID. THE CORPORATION MAY CHARGE A FEE, NOT TO EXCEED ONE DOLLAR PER PAGE, TO COPY.

YOUR CANCELLED CHECK, AS VALIDATED BY THIS COMMISSION, IS YOUR RECEIPT. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT THE CHARTERED DOCUMENT DIVISION AT (505) 827-4511 FOR ASSISTANCE.

NEW MEXICO PUBLIC REGULATION COMMISSION

COMMISSIONERS

DISTRICT 1 JASON MARKS, VICE CHAIRMAN
 DISTRICT 2 DAVID W. KING
 DISTRICT 3 BEN R. LUJAN, CHAIRMAN
 DISTRICT 4 CAROL K. SLOAN
 DISTRICT 5 SANDY JONES

FEBRUARY 27, 2007



1120 Paseo de Peralta/P.O. Box 1269
 Santa Fe, NM 87504-1269
 (505) 827-4508
 1-800-947-4722

CORPORATION DEPARTMENT

*Receipt
 2/16/07*

CANYON GATE REAL ESTATE SERVICES
 PO BOX 93488
 ALBUQUERQUE , NM 87199

RE: AUTUMN VIEW HOMEOWNERS' ASSOCIATION, INC.

IN ACCORDANCE WITH SECTION 53-18-2 NMSA 1978 OF THE BUSINESS CORPORATION ACT, OR SECTION 53-8-91 NMSA 1978 OF THE NONPROFIT CORPORATION ACT, NOTICE IS GIVEN THAT THE CAPTIONED DOCUMENTS HAVE BEEN DISAPPROVED AND RETURNED FOR THE FOLLOWING INDICATED REASONS *:

TYPE OF DOCUMENT: ARTICLES OF INCORPORATION
 CHECK #: 10289

* AS PER OUR PREVIOUS LETTER: THE REGISTERED AGENT AS STATED IN ARTICLE IX IS THE INDIVIDUAL WHO NEEDS TO COMPLETE AND SIGN THE STATEMENT OF ACCEPTANCE OF APPOINTMENT.

* CORRECT BOTH SETS.

PLEASE RETURN THIS LETTER WITH YOUR RESUBMITTED DOCUMENT(S). THE RETURN OF THIS LETTER WILL ASSIST IN COMPLETING YOUR DOCUMENT(S).

YOUR DOCUMENTS HAVE BEEN DISAPPROVED AND RETURNED ABOVE, HOWEVER, THE AVAILABILITY OF CORRECTIONS BY THIS OFFICE SINCE THESE DOCUMENTS AS POSSIBLE OF THE CORRECTIONS

THE REASONS STATED ABOVE HAVE NOT BEEN APPROVED. WE ADVISE YOU, AS SOON AS POSSIBLE, TO OBTAIN COMPLIANCE.

IF YOU HAVE ANY QUESTIONS, PLEASE CALL 827-4511 FOR ASSISTANCE.

Approved copy to OIM LKH 2/12/07

DOCUMENTS DIVISION AT

CHARTERED DOCUMENT DIVISION
 DAG

*corrected & attached
 DAG
 2/16/07*

STATEMENT OF ACCEPTANCE OF APPOINTMENT
BY DESIGNATED INITIAL REGISTERED AGENT

I, Melanie Holland
hereby acknowledge that the undersigned individual or corporation accepts appointment
As Initial Registered Agent of Autumn View Homeowners Association, Inc.,
the corporation which is named in the annexed Articles of Incorporation.

*(Sign on this if the registered agent named in the Articles of Incorporation is an individual.
If this line is signed, the two lines below do not apply and must be left blank.)*

.....
CORPORATION ACTING AS A REGISTERED AGENT ONLY

(If the following lines are used, the signature line above does not apply and must be left blank)

Canyon Gate Real Estate Services, LLC.
*(If the registered agent named in the Articles of Incorporation is a corporation, type or print the
name of the corporation here)*

By Melanie Holland
(An authorized officer of the corporation being appointed as registered agent must sign here)