

DEC 5 1979

WILL SWANSON SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

CALVADA AERO PARK ASSOCIATION

FILED
Dec 27 9 26 AM '79

LORETTA BOWMAN
MAGISTRADILLA

No. 3

1814-79

BY _____

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned for the purposes of association to establish a corporation for the transaction of business and the promotion and conduct of the objects and purposes hereinafter stated under the provisions of and subject to the requirements of the laws of the State of Nevada, do make, record and file these Articles of Incorporation in writing and we do hereby certify:

I.

That the name of said corporation shall be:

CALVADA AERO PARK ASSOCIATION

II.

That the principal office and place of business of the corporation shall be 4310 Paradise Road, Las Vegas, Nevada, and that the Resident Agent in charge thereof shall be Jack M. Soules.

III.

This corporation is organized pursuant to The General Nonprofit Law of the State of Nevada, under sections 81.010-81.160.

A. The specific and primary purpose for which the ASSOCIATION is organized and operated is to provide for the management, maintenance, protection, preservation and development of CALVADA AERO PARK and to promote the health, safety and welfare of its members all in accordance with the provisions of the CALVADA AERO PARK RESTRICTIONS.

B. The general purposes for which the ASSOCIATION is formed are to have and to exercise any and all powers, rights and privileges which a corporation organized under the General Nonprofit Corporation Law of the State of Nevada by law may now or hereafter exercise which are incidental to but necessary for carrying out the primary and specific purposes of the ASSOCIATION.

att. Pat Dyer
4310 Paradise
L.V. Nev

1 C. The foregoing statement of purposes shall be construed
2 as a statement of both purposes and powers, and the purposes and powers
3 stated in each clause shall, except where otherwise expressed, be in
4 nowise limited or restricted by reference to or inference from the terms or
5 provisions of any other clause but shall be regarded as independent purposes
6 and powers.

7 IV.

8 The ASSOCIATION is organized and operated exclusively
9 for the purpose of managing, maintaining, protecting, preserving and
10 developing CALVADA AERO PARK, and the improvements thereon, for the
11 benefit of its members, for their pleasure, recreation and other nonprofit
12 purposes. No part of the net earnings or assets of the ASSOCIATION on
13 dissolution or otherwise shall inure to the benefit of any member or
14 director. In the event of dissolution or winding up of the ASSOCIATION, its
15 assets, other than real property, shall vest in and be distributed to a
16 nonprofit unincorporated association consisting of the members of the
17 ASSOCIATION, which unincorporated association shall succeed to all of the
18 rights and obligations of the ASSOCIATION.

19 V.

20 The governing board of the corporation shall consist of not
21 less than three, the exact amount to be fixed by the by-laws of the
22 corporation, provided that the number so fixed by the by-laws may be
23 increased or decreased from time to time. The First Board of Directors,
24 consisting of three members is:

25 FIRST BOARD OF DIRECTORS

26 NAME:	POST OFFICE ADDRESS:
27 JACK M. SOULES	4310 Paradise Road, Las Vegas, Nevada 89109
28 RONALD C. ROSEN	4310 Paradise Road, Las Vegas, Nevada 89109
29 LINDA CUSHNER	4310 Paradise Road, Las Vegas, Nevada 89109

30 VI.

31 The names of the incorporators signing these Articles of
32 Incorporation are as follows:

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NAME:	POST OFFICE ADDRESS:
ROBERT P. BILBRAY	225 E. Bridger, Suite 700 Las Vegas, Nevada 89101
MARK W. GIBBONS	225 E. Bridger, Suite 700 Las Vegas, Nevada 89101
CATHEY S. BILBRAY	225 E. Bridger, Suite 700 Las Vegas, Nevada 89101

VII.

At all elections of directors of this corporation, each member of the Association shall be entitled to a vote in direct proportion to how many lots said member owns, multiplied by the number of directors to be elected, and he may cast all such votes for a single director or may distribute them among the number to be voted for, or any three or more of them, as he wishes.

VIII.

This corporation shall have existence for fifty years.

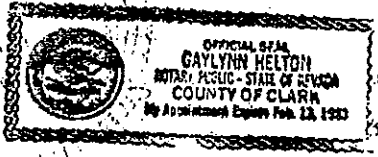
IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this the 15th day of November, 1979.

Robert P. Bilbray
Mark W. Gibbons
Cathey S. Bilbray

STATE OF NEVADA)
) ss.
COUNTY OF CLARK)

On this the 15th day of November, 1979, before me, a Notary Public, in and for said County and State, personally appeared before me, ROBERT P. BILBRAY, MARK W. GIBBONS and CATHEY S. BILBRAY, known to me to be the persons described in and who executed the foregoing Articles of Incorporation, who acknowledged to me that they each executed the same freely and voluntarily and for the uses and purposes therein mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year, first, above written.



Gaylynn Helton
NOTARY PUBLIC in and for said County and State.

STATE OF NEVADA
DEPARTMENT OF
STATE

I hereby certify that this is a true
and complete copy of the document
as filed in this office.

DATED: DEC 5 1979



WM. D. SWACKHAMER
Secretary of State

BY John S. Johnson