

EXHIBIT "D"

ARTICLES OF INCORPORATION
of
SNOWCREST CONDOMINIUMS, INC.

FILED

APR 20 1983

TO THE SECRETARY OF STATE: STATE OF OKLAHOMA

OKLAHOMA SECRETARY
OF STATE

WE, the undersigned incorporators: BRUCE O. TALIAFERRO, and JAMES R. ELDER, of 1924 South Utica, Suite 820, Tulsa, Oklahoma 74104, being persons legally competent to enter into contracts for the purposes of forming a non-profit corporation under Title 18, Section 851 et seq. of the Oklahoma Statutes (1971), do hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of the Corporation is: SNOWCREST CONDOMINIUMS, INC.

ARTICLE TWO

The address of its registered office in the State of Oklahoma is: 1924 South Utica, Suite 820, Tulsa, Oklahoma 74104, and the name of its registered agent at such address is TERRY P. MALLOY.

ARTICLE THREE

The duration of the Corporation is fifty (50) years.

ARTICLE FOUR

This Corporation does not and shall not afford pecuniary gain, incidentally or otherwise, to its members.

ARTICLE FIVE

The purposes and objects of the Corporation shall be to administer the operation and management of a Unit Ownership Estate to be known as Snowcrest Condominiums, Inc., to be established by J & G Construction, the Unit Ownership Estate complex to be established in accordance with the Oklahoma Unit Ownership Estate Act (60 O.S. Section 501 et seq.) upon the property, situated in Tulsa County, Oklahoma, and more particularly described in Exhibit "A" attached hereto, and to undertake the performance of the acts and duties of said Unit Ownership Estate in accordance with the terms, provisions, conditions and authorizations contained in the Declaration of Unit Ownership Estate of Snowcrest Condominiums, which has or will be recorded in the public records of Tulsa County, Oklahoma, and to own, operate, lease, sell, trade and otherwise deal with such property, whether real or personal, as may be necessary or convenient in the administration of said Unit Ownership Estate. The Corporation shall be conducted as a non-profit organization for the sole and exclusive benefit of its members.

The Corporation shall have the following powers:

1. The Corporation shall have all of the powers and privileges granted to Corporations not for profit under the laws of the State of Oklahoma, including the Oklahoma Unit Ownership Estate Act.

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2. The Corporation shall have all of the powers reasonably necessary to implement and effectuate the purposes of the Corporation, including, but not limited to, the following:

- a. To make and establish reasonable rules and regulations governing the use of Units and the common elements in Snowcrest Condominiums, Inc.
- b. To levy and collect assessments against members of the Corporation to defray the common expenses of Snowcrest Condominiums, as may be provided in the Declaration and in the By-Laws of this Corporation which may be hereafter adopted, including the right to levy and collect assessments for the purposes of acquiring, operating, leasing, managing and otherwise trading and dealing with such property, whether real or personal, including the units therein which may be necessary or convenient in the operation and management thereof, and in accomplishing the purposes set forth in said Declaration.
- c. To maintain, repair, replace, operate and manage the property comprising same, including the right to reconstruct improvements after casualty and to make further improvements of the property.
- d. To contract for the management thereof.
- e. To enforce the provisions of said Declaration, these Articles of Incorporation, the By-Laws of the Corporation which may be hereafter adopted, and the rules and regulations governing the use thereof as same may be hereafter established.
- f. To now or hereafter acquire and enter into deeds, leases and agreements of every nature, whereby the Corporation acquires, conveys or assigns fee ownerships, leaseholds, memberships and other possessory or use interests in the land or facilities, to provide enjoyment, recreation or other use or benefit to the owners of the Units, all as may be deemed by the Board of Directors to be in the best interests of the Corporation.
- g. To exercise, undertake and accomplish all of the rights, duties and obligations which may be granted to or imposed upon the Corporation pursuant to said Declaration.
- h. To perform all acts required or authorized to be performed by the "Council of Unit Owners" under the provisions of the Oklahoma Unit Ownership Estate Act.

3. This corporation shall never at any time engage in any regular business of any kind ordinarily carried on for profit or pecuniary gain. This Corporation is one which does not contemplate pecuniary gain or profit to the members thereof and is organized solely for non-profit purposes. The Corporation shall never at any time render or perform any particular service for any member other than in such member's capacity as an owner of a Unit in Snowcrest Condominiums. This Corporation shall never be used as a means for making a profit for the members,

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directors or officers thereof, incidentally or otherwise, but members may be paid for services actually rendered to the Corporation. This corporation has no power to attempt to influence legislation or take part in a political campaign.

4. The Corporation shall have no capital stock and shall be composed of members rather than shareholders. The qualifications for membership in the corporation, the voting and other rights and privileges of members and the liabilities of the members for assessments shall be as set forth herein, in the Declaration of Unit Ownership Estate for Snowcrest Condominiums, and in the By-Laws. The officers and Board of Administrators or Directors of this Corporation, their term of office, and the manner of their designation and selection shall be set forth in the By-Laws of this Corporation.

ARTICLE SIX

The qualification of the members, the manner of their admission to membership and termination of such membership, and voting by members shall be as follows:

1. The owners of all Units in Snowcrest Condominiums, Inc., shall be members of the Corporation, and no other persons or entities shall be entitled to membership.

2. Membership shall be established by the acquisition of fee title to a Unit, or by acquisition of a fee ownership interest therein, whether by conveyance, devise, judicial decree or otherwise, and the membership of any party shall be automatically terminated upon his being divested of all title to or his entire fee ownership interest in any Unit.

3. The interest of a member in the funds and assets of the Corporation cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance to his Unit. The funds and assets of the Corporation shall belong solely to the Corporation subject to the limitation that the same be expended, held or used for the sole and exclusive benefit of the members, and for the purposes authorized herein, in the Declaration and in the By-Laws.

ARTICLE SEVEN

The affairs and management of this Corporation shall be under the control and direction of a Board of Administrators consisting of three (3) members whose selection, tenure, duties, powers and responsibilities shall be as set forth in the By-Laws of this Corporation. The "Administrators" shall be and act as "Directors" of the Corporation.

The names and post office addresses of the first board of Administrators or Directors who, subject to the provisions of these Articles, the By-Laws and the Declaration, shall hold office until their successors are elected at the annual meeting, and are as follows:

TERRY P. MALLOY	1924 S. Utica Suite 820 Tulsa, Oklahoma 74104
BRUCE O. TALIAFERRO	(Same as above)
JAMES R. ELDER	(Same as above).

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