

OFFICE OF THE SECRETARY OF STATE



**NOT FOR PROFIT
CERTIFICATE OF INCORPORATION**

WHEREAS, the Not For Profit Certificate of Incorporation of

WIND RIVER HOMEOWNERS ASSOCIATION, INC.

has been filed in the office of the Secretary of State as provided by the laws of the State of Oklahoma.

NOW THEREFORE, I, the undersigned, Secretary of State of the State of Oklahoma, by virtue of the powers vested in me by law, do hereby issue this certificate evidencing such filing.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the Great Seal of the State of Oklahoma.



*Filed in the city of Oklahoma City this
8th day of April, 2005.*

M. Susan Savage

Secretary of State



CERTIFICATE OF INCORPORATION

(NOT FOR PROFIT)



TO THE SECRETARY OF STATE OF THE STATE OF OKLAHOMA:

ARTICLE I. NAME

The name of the corporation (hereinafter the "Association" or the "Corporation") is "WIND RIVER HOMEOWNERS ASSOCIATION, INC.", a not-for-profit corporation.

ARTICLE II. SERVICE AGENT AND ADDRESS

The name and address of the Registered Agent for the Corporation is Roger K. Eldredge, 401 South Boston, 2900 Mid-Continent Tower, Tulsa, Oklahoma 74103-4023.

ARTICLE III. DURATION

The duration of the Corporation shall be perpetual.

ARTICLE IV. PURPOSE

This Corporation shall be a property owners' association and is formed for purposes not involving pecuniary gain or profit to the members thereof, and shall have no capital stock. The specific purposes for which the Association is formed are to provide for the enhancing and protecting of the value, desirability and attractiveness of the real and personal property within that certain tract of land described as follows:

All of Wind River, a Subdivision in the City of Tulsa, Tulsa County, State of Oklahoma, according to the recorded plat thereof;

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**OKLAHOMA SECRETARY
OF STATE**

and all such additional land that may be annexed pursuant to the terms of the Declaration of Covenants, Conditions and Restrictions (the "Declaration") governing such subdivision, as recorded in the land records of the Tulsa County Clerk, and to promote the health, safety and welfare of the owners of parcels within the above-described property, and for those purposes to:

(a) Own, acquire, build, operate and maintain privately owned streets, parking areas, screening walls and fences, landscaped areas, drainage structures, and improvements of any and all kinds for the use and benefit of the members of the Association;

(b) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration;

(c) Fix, levy, collect and enforce payment by any lawful means of all charges or assessments pursuant to the terms of the Declaration or the by-laws of the Corporation, and to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association;

(d) 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; and

(e) Have and exercise any and all powers, rights and privileges which a corporation organized under the Oklahoma General Corporation Act of the State of Oklahoma by law may now or hereafter have or exercise.

ARTICLE V. NOT FOR PROFIT; NO CAPITAL STOCK

The Association is a not-for-profit corporation and, as such, does not afford pecuniary gain, incidentally or otherwise, to its members. The Association shall have no capital stock and shall have no authority to issue such stock.

ARTICLE VI. MEMBERSHIP IN ASSOCIATION

Every person or entity who is a record owner of a fee simple or undivided fee-simple interest in any "Lot" within Wind River, as that term is defined in the Declaration, shall be automatically 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 parcel within Wind River. Ownership of such interest shall be the sole qualification for membership.

ARTICLE VII. BOARD OF DIRECTORS

The following individual shall initially act as Director:

<u>NAME</u>	<u>ADDRESS</u>
Robert R. David	4745 East 91st Street, Suite 200 Tulsa, Oklahoma 74136

The number of Directors to be elected at the first meeting is three (3).

ARTICLE XIII. POWERS OF INCORPORATORS TO TERMINATE

The powers of the incorporators are to terminate upon the filing of the Certificate of Incorporation, at which time the interim Director named in Article VII herein shall assume his

duties for the management of the business and the conduct of the affairs of the Association until the first meeting of the members of the Association.

ARTICLE IX. INCORPORATORS

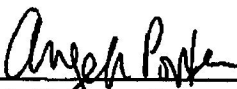
The name of and the mailing address for each of the incorporators are as follows:

<u>Name</u>	<u>Address</u>
Roger K. Eldredge	401 South Boston Avenue 2900 Mid-Continent Tower Tulsa, Oklahoma 74103
Angela Freeman Porter	401 South Boston Avenue 2900 Mid-Continent Tower Tulsa, Oklahoma 74103
David R. Ross	401 South Boston Avenue 2900 Mid-Continent Tower Tulsa, Oklahoma 74103

WE THE UNDERSIGNED INCORPORATORS, in accordance with the Oklahoma General Corporation Act and for the purposes stated herein, do hereby make, file and record this Certificate, and do hereby certify that the facts stated herein are true, and accordingly have set our hands this 8th day of April, 2005.



Roger K. Eldredge



Angela Freeman Porter



David R. Ross