

Amended and Restated  
Articles of Incorporation  
Golden Vista RV Resort  
Association, Inc.  
Amendment #1

The Membership of the Association has reviewed and approved, in accordance with Part 8, Paragraph 8.1 of these Articles of Incorporation, on February 17, 2009, the following Amendment to the Articles of Incorporations. (Revised March 23, 1998)

Part 8, Para, 8.1 Amendments to Articles. This Association shall not, without the affirmative vote of at least sixty percent (60%) ~~of the Members,~~ of a quorum vote cast by the Association Members, carry into effect any plan of reorganization, including consolidation and merger, of this Corporation, or alter or amend these Articles of Incorporation.

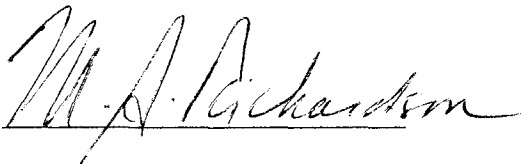
Part 8, Para 8.2. (add) Exception: An exception to the above procedure is authorized whenever the publication of a Federal or State law causes this document to be in non-compliance or conflict. The Board of Directors will make these changes through Amendment to bring the document into legal compliance. Each Amendment will be approved and published by the Board and signed by the President and Secretary. Each Amendment, citing the specific law will be filed with the appropriate agency and distributed to all Members, as the Board directs.

Part 4, Para 4.4 Annual Meeting. An annual meeting of the Members of this Corporation shall be held on the Tuesday after the second Wednesday in February. Any member or members representing at least fifty percent (50%) of the voting power of the Corporation, who shall be present in person ~~or by proxy,~~ at a meeting duly called shall constitute a quorum. Any business which may otherwise be conducted at a meeting of the members may also be conducted by mail ballot and mail ballots received shall be counted for purposes of any quorum requirement as if the person casting a vote by mail were present in person ~~or by proxy.~~ (ARS-1812)

President



Secretary:



Revised March 23, 1998