

RECORD MEMORANDUM OF ACTIONS BY THE BOARD OF DIRECTORS OF
INDIAN RIDGE HOMEOWNERS ASSOCIATION, INC.
AN OKLAHOMA NON-PROFIT CORPORATION

Comes Now the undersigned, being all of the Directors of the Indian Ridge Homeowners Association, Inc., an Oklahoma **non-profit corporation** serving as the mandatory owners association for the Indian Ridge Additions (hereinafter the "Association" or "corporation"), and hereby unanimously take and record the following actions as the actions of the Board of Directors of said Association, confirmed by the unanimous vote of the undersigned Directors.

1. This Record and Memorandum is made in accordance with the provisions of the Oklahoma General Corporation Act, Title 18, Section 1027, as amended, which provides, to-wit:

F. Unless otherwise restricted by the certificate of incorporation or bylaws:

1. Any action required or permitted to be taken at any meeting of the board of directors, or of any committee thereof may be taken without a meeting if all members of the board or committee, as the case may be, consent thereto in writing or by electronic transmission, and the writing or writings or electronic transmission or transmissions are filed with the minutes of proceedings of the board or committee; and the filing shall be in paper form if the minutes are maintained in paper form and **shall be in electronic form if the minutes are maintained in electronic form**;

2. WHEREAS, Article IV, paragraph 3, sub-paragraph (n), of the Bylaws of this corporation provides that meetings may be held to consider any matter consented to therein where such action is consented to in writing by all members of the Board; and

3. WHEREAS, all of the members of the Board being present, with those present consenting to a meeting without prior notice as provided in Section 1027 above, a quorum was declared present.

BE IT THEREFORE RESOLVED:

4. Pursuant to a meeting of the Board the following Lot Owners have been appointed as Directors of the Association until resignation or replacement according to the association documents, to-wit:

R. J. Hamilton	12801 Broken Arrow	Lisa McCauley	13051 Broken Arrow
Brooke Wood	8321 Turtle Trail	Tim Deimund	12800 Broken Arrow
Allie Gellerman	8375 Red Feather	Scott Stuart	12750 Deer Run
Sarah Wayland	8380 Turtle Trail	Beau Streck	12975 Broken Arrow
Katie Williams	12925 Broken Arrow	KOCO BARBER	

5. The following Directors and Officers do hereby resign effective immediately which resignations are confirmed and accepted by the new Board of Directors.

Dan Meinders

6. Further the outgoing Directors, upon motion, did and do hereby ratify and approve all purchases, contracts, acts, proceedings and transactions by the officers of this corporation from and since the last meeting of the Board of Directors.

7. No further business being before the Directors, upon Motion the meeting was adjourned.

Dated and effective this 21st day of March, 2023.

OUTGOING DIRECTORS:

Dan Meinders
Dan Meinders, Director

NEWLY APPOINTED DIRECTORS:

R J Hamilton
R J Hamilton, Director

Brooke Wood
Brooke Wood, Director

Allie Gellerman
Allie Gellerman, Director

Sarah Wayland
Sarah Wayland, Director

Katie Williams
Katie Williams, Director

Resigned
Lisa McCauley, Director

Tim Deimund
Tim Deimund, Director

Scott Stuart
Scott Stuart, Director

Resigned
Beau Streck, Director

Signed and made a part of the corporate records of this 21st day of March, 2023.

Koko Barber
Koko Barber

Phyllis Meinders
Phyllis Meinders, Secretary
~~Koko Barber~~

OFFICE OF THE SECRETARY OF STATE



**NOT FOR PROFIT
CERTIFICATE OF INCORPORATION**

WHEREAS, the Not For Profit Certificate of Incorporation of

INDIAN RIDGE 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
18th day of January, 2023.*

Paula T. Hargis

Secretary of State

OKLAHOMA SECRETARY OF STATE



SOS

ARTICLES OF INCORPORATION
OF

INDIAN RIDGE HOMEOWNERS ASSOCIATION, INC.
a non-profit corporation



58113630002

MA)

COUNTY OF OKLAHOMA)

SS:

TO THE SECRETARY OF STATE OF THE STATE OF OKLAHOMA:

We, the undersigned incorporators:

Name	Address
Robert G. Shoemaker	617 Glenridge Drive, Edmond, OK 73013
Dan Meinders	341 N Douglas, Arcadia, OK 73007
Phyllis Meinders	341 N Douglas, Arcadia, OK 73007

being persons legally competent to enter into contracts, for the purpose of forming a corporation under the "General Corporation Act" of the State of Oklahoma, do hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is: Indian Ridge Homeowners Association, Inc.

ARTICLE II

The name of the registered agent of this corporation in the State of Oklahoma, his address, and the address of the registered office of this corporation in the State of Oklahoma, which is the same as the address of its registered agent, are:

Dan Meinders, 341 N. Douglas, Arcadia, OK 73007

ARTICLE III

The duration of this corporation shall be perpetual from the date on which these Articles of Incorporation shall be filed in the office of the Secretary of State of the State of Oklahoma. This corporation is formed as a non-profit corporation.

ARTICLE IV

The objects and purposes for which this corporation is formed are:

(A) To organize and operate a Homeowner's Association to provide for the acquisition, construction, management, maintenance and care of association property. No part of the net earnings of

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OF STATE

the association is to inure to the benefit of any shareholder or individual.

(B) To acquire and own and to provide for the maintenance and management of certain open spaces and other common areas and community facilities located within the single family neighborhood known as the Indian Ridge Additions in Logan County, State of Oklahoma, all in accordance with the recorded Declaration of Covenants, Conditions and Restrictions.

(C) For the purposes aforesaid, this corporation shall have the following powers:

(i) To exercise all of the powers and privileges and to perform all of the duties and obligations of the corporation as set forth in the above mentioned Declarations of Covenants, Conditions and Restrictions and any amendments thereto, applicable to the lots comprising the ownership estate above described.

(ii) To construct, improve, maintain and operate and to buy, own, sell, convey, assign, mortgage, encumber and lease any real estate and personal property necessary or incident to the furtherance of the business of this corporation;

(iii) To borrow money and to issue evidence of indebtedness in the furtherance of any and all of the objects of the corporation business and to secure the same by any mortgage, lien, security agreement or pledge;

(iv) To enter into any kind of activity and perform and carry out the contracts of any kind necessary to or in conjunction with or incidental to the accomplishments of the purposes of the corporation;

(v) To comply with and carry out all of the rights, duties and obligations imposed upon a planned unit development as set out in the Real Estate Development Act of Oklahoma;

(vi) Insofar as permitted by law, to do any and all other things that, in the judgment of the Board of Directors, will promote the business of the corporation for the common welfare and benefit of its members;

(D) To enter into, make, perform and carry out contracts of every kind for any lawful purpose, without limit as to amount, with any person, firm, association or corporation, municipality, county, parish, state, territory, government (foreign or domestic) or other municipal or governmental subdivision, for the legitimate purposes of the Association.

(E) To carry on any activity whatsoever, either as principal, agent or partner, which this corporation may deem proper or convenient in connection with any of the foregoing purposes to promote the interests of this corporation or to enhance the value of its property or purpose.

(F) To do any and all such further acts and things and to exercise any and all such further powers as may be necessary, incidental, conducive, appropriate or desirable for the accomplishment or carrying out or attainment of all or any of the foregoing objects or purposes, alone or jointly, with natural persons or any legal entity, and to have and to exercise all the powers conferred by the laws of Oklahoma upon corporations, as such laws are now in effect or may at any time hereafter be amended.

ARTICLE V

This corporation will not afford pecuniary gain incidentally or otherwise to any of its members.
This corporation is not authorized to issue capital stock.

ARTICLE VI

The membership of this corporation shall be made up of those persons or entities entitled to membership as set out in the Declaration of Covenants, Conditions and Restrictions of the Indian Ridge Addition Section 1 Addition according to the recorded plat thereof and any lands subjected to this Association by virtue of rights reserved to the Declarant in the Declarations. All voting shall be as provided in said Declaration. Voting may be by proxy and exercised by persons holding valid written proxies. No cumulative voting will be permitted.

ARTICLE VII

The initial Director of the Association is:

Dan Meinders, 341 N. Douglas, Arcadia, OK 73007

The initial Director is authorized and empowered to adopt the Bylaws of the Corporation. The number of Directors to be elected at the first meeting of the members is from three (3) to seven (7). However, the number of the Directors may be changed from time to time in such lawful manner as provided in the Bylaws of this corporation.

ARTICLE VIII

The following provisions for the regulation of internal affairs of this corporation are stipulated and agreed:

(A) The Bylaws for the governing of this corporation may be adopted, amended, altered, repealed, or readopted by the Board of Directors at any stated or special meeting of such Board, but the powers of such directors in this regard shall at all times be subject to the rights of the members to alter or repeal such Bylaws at any annual meeting of the members and the power of the Board of Directors shall not extend to any amendment of the Bylaws respecting the number, qualifications, classifications, or term of office of the members of the Board of Directors.

(B) The first meeting of the Board of Directors elected at any annual meeting of the members of this corporation shall be held at the same place as such annual meeting of members, immediately following the adjournment thereof, without notice other than this provision of the Articles of Incorporation.

ARTICLE IX

This corporation reserves the right to amend, alter, change or appeal any provision contained in these Articles of Incorporation, in the manner now or hereinafter prescribed by law and all rights conferred upon Officers, Directors and Members are herein granted subject to this reservation.

IN WITNESS WHEREOF, we have hereunto set our respective signatures in Edmond, Oklahoma, this 12th day of January, 2023.

INCORPORATORS

Robert G. Shoemaker
Robert G. Shoemaker

Dan Meinders
Dan Meinders

Phyllis Meinders
Phyllis Meinders

STATE OF OKLAHOMA)
)
COUNTY OF OKLAHOMA)

SS:

BEFORE ME, the undersigned, a Notary Public in and for said State, on this 12th day of January, 2023, personally appeared Robert G. Shoemaker, Dan Meinders and Phyllis Meinders to me known to be the identical persons who executed the foregoing Certificate of Incorporation and acknowledged to me that they executed the same as their free and voluntary act and deed, for the uses and purposes therein set forth.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal the day and year last above written.

Martha Gray
Notary Public

My Commission Expires: 6-8-26

(SEAL)

