

**ARTICLES OF INCORPORATION
OF
ALARY FARM SUBDIVISION LANDOWNERS' ASSOCIATION, INC.**

THE UNDERSIGNED, being desirous of forming a non-profit corporation under the laws of the State of New Mexico, has prepared and hereby adopts the following Articles of Incorporation:

ARTICLE I.

Name

The name of the corporation shall be ALARY FARM SUBDIVISION LANDOWNERS' ASSOCIATION, INC.

ARTICLE II.

Purposes and Powers

The Corporation is formed, and shall be organized and operated primarily for the purpose of carrying on the exempt functions permitted to a homeowner's association, as defined in Section 523 of the Internal Revenue Code of 1986, as amended, and regulations promulgated there under, (collectively, the "Code and Regulations") including the acquisition, construction, management, maintenance and care of Association Property. "Association Property" (sometimes referred to as "Common Areas") shall include real and personal property owned by the corporation or owned as tenants in common by the members of the corporation, which is available for the common benefit of all members and is of a nature such that it tends to enhance the beneficial enjoyment of the private residences by their owners, Association Property also includes irrigation, pedestrian, equestrian, drainage and roadway easements, regardless of whether owned by the corporation, by its members or by a governmental unit, if such property is traditionally recognized and accepted under the code and Regulations as being of direct governmental concern in the exercise of the powers and duties entrusted to governments to regulate community health, safety and welfare.

Among the purposes for which the corporation is formed are:

A. To promote the health, safety and welfare of the owners and residents of Alary Farm Subdivision and any other subdivisions brought under the control of the covenants for said subdivision. Alary Farm Subdivision means and refers to a subdivision or subdivisions in the Village of Corrales, Sandoval County, New Mexico, the original plat map of which was originally filed in the office of the County Clerk of Sandoval County, New Mexico on July 6, 2001, and recorded in Book 3, Folio 2085-B, Document #15728 and the Replat(s) of certain tract(s) of which have subsequently been filed in the office of the County Clerk of Sandoval County, New Mexico, if

any, and such additions thereto as may or have become subject to the Declaration of Covenants, Reservations and Restrictions referred to in paragraph "B" below;

B. To administer and enforce covenants relating to the architecture and appearance of the improvements and the other provisions of, and to perform the duties set forth in, that certain Declaration of Covenants, Reservations and Restrictions for Alary Farm Subdivision, a subdivision in Sandoval County, New Mexico, filed for record in the office of the County Clerk of Sandoval County, New Mexico, on July 11, 2001, in Vol. Misc. 404, pages 60061-60078, and as amended from time to time in accordance with its provisions (the "Declaration");

C. To acquire, construct, own, hold, care for and manage, and to maintain all portions of the Association Property, if any, for the benefit of the owners and residents of the Subdivision.

D. To perform any and all acts necessary and proper to promote the health, safety and welfare of the owners and residents of Alary Farm Subdivision including without limitation, any of the following acts:

1. To provide and/or supplement municipal or utility services, including garbage and trash collection, and security or police protection;

2. To establish annual and special assessments or charges to be levied against the lots located within the Subdivision, and to collect, administer and apply the funds generated thereby for the purposes of providing such services and maintaining the Common Areas and/or Easements for the common benefit of the owners and residents;

3. To own, acquire, build, operate and maintain irrigation ditches and pipelines, streets, footways, packs, landscaping, parking areas and utilities located within the Common Areas and/or Easements; and

E. To perform all acts and exercise all powers which a non-profit corporation is authorized to do under the New Mexico Non-Profit Corporation Act, Sections 53-8-1 through 53-8-99, N.M.S.A., 1978 Comp., as now or hereafter amended, (the "Non-Profit Corporation Act") or under any other applicable statutes of New Mexico, as now or hereafter amended.

ARTICLE III.

Duration

The existence of the corporation shall be perpetual.

ARTICLE IV,
Registered Office and Agent

The address of the initial registered office of the corporation is 3801 Oxbow Village Lane NW, Albuquerque, New Mexico, 87120 and the name of its initial registered agent at such address is Gary W. Parker.

ARTICLE V,
Board of Directors

The management of the affairs of the corporation shall be vested in a Board of Directors consisting of not less than three persons each to be elected for one-year terms at each Annual Meeting of the Members of the corporation. Directors may be non-members of the corporation. The initial Board of Directors shall consist of the three persons whose names and addresses appear below:

Mr. Gary W. Parker
3801 Oxbow Village Lane NW
Albuquerque, NM 87120

Ms. Ursula Slavens
25 East Alary Lane
Corrales, NM 87048

Mr. Alan Weitzel
67 Cadillo Lane
Corrales, NM 87048

ARTICLE VI.
Name and Address of Incorporator

The name and address of the incorporator is as follows:

Mr. Gary W. Parker
3801 Oxbow Village Lane NW
Albuquerque, NM 87120

ARTICLE VII.
Membership and Voting Rights

A. Membership. Every person or entity that is the record owner of a fee simple or undivided fee interest in any real property subject to the Declaration shall be a voting member of the corporation; provided that any person or entity holding such interest as security for payment of a debt or performance of an obligation shall not be a voting member. Voting membership shall be appurtenant to and may not be separated from such ownership. The Bylaws of the corporation may provide for other categories of membership, which shall be non-voting.

B. Suspension of Membership and Voting Rights. The rights of membership, including the right to vote, the right to participate in corporate affairs, and the right to use the Common Areas, are

subject to suspension by the Board to the extent set forth in the bylaws of the corporation, as amended from time to time.

ARTICLE VIII.

Amendment

These Articles of Incorporation may be amended, changed, modified or repealed in the manner now or hereafter provided by law, upon the affirmative vote of two-thirds (2/3) of the members in each class of membership entitled to vote in person or by proxy at a meeting duly called for that purpose, written notice of which shall have been sent to all members not less than twenty (20) not more than fifty (50) days prior to such meeting. Such written notice shall set forth the purpose of the meeting.

ARTICLE IX.

Dissolution

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all known liabilities of the corporation, dispose of the assets of the corporation in a manner consistent with the code and Regulations and otherwise in accordance with the Non-Profit Corporation Act.

Dated: September 6, 2006

Signature of Incorporator, Gary W. Parker

STATEMENT OF ACCEPTANCE OF APPOINTMENT
BY DESIGNATED INITIAL REGISTERED AGENT

I, Gary W. Parker, hereby acknowledge that the undersigned individual or corporation accepts appointment as Initial Registered Agent of Alary Farm Subdivision Landowners' Association, Inc., the corporation which is named in the annexed Articles of Incorporation.

(Sign on this line if the registered agent named in the Articles of Incorporation is an individual.