

Amended Certificate of Incorporation

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The undersigned corporation, for the purpose of amending its certificate of incorporation pursuant to Title 18, Section 1077, hereby certifies:

The name of the corporation is:

FLINT HILLS HOMEOWNERS ASSOCIATION, INC

The duration of the corporation is:

Perpetual

The name of the registered agent and the street address of the registered office in the State of Oklahoma is:

MATTHEW L. WINTON PLLC
3233 E MEMORIAL RD, STE 103
EDMOND, OK 73013 USA

Additional amendments to the Certificate of Incorporation are:

Article 10. Conditions of Membership. The conditions of membership to the Corporation are those provided within the Declaration filed within the Cleveland County Clerk's office for the real estate development platted as Flint Hills Addition.

The governing body of the corporation adopted a resolution setting forth the amendment proposed and declaring its advisability.

At a subsequent meeting held upon notice stating the purpose thereof and given in accordance with the provision of Title 18, Section 1067, a majority of all the members of the governing body voted in favor of the amendment.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed this 5th day of April, 2021 by :

I hereby certify that the information provided on this form is true and correct to the best of my knowledge and by attaching the signature I agree and understand that the typed electronic signature shall have the same legal effect as an original signature and is being accepted as my original signature pursuant to the Oklahoma Uniform Electronic Transactions Act, Title 12A Okla. Statutes Section 15-101, et seq.

Signature:

MATTHEW L WINTON

Title:

AGENT

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Prepared by: **Matthew L. Winton, Esq.**
Matthew L. Winton^{PLLC}
3233 East Memorial Road, Suite 103
Edmond, Oklahoma 73013
405.478.4818
www.thompsonwinton.com

**AMENDED ARTICLES OF INCORPORATION
FLINT HILLS HOMEOWNERS ASSOCIATION, INC.
(NONSTOCK, NON-PROFIT CORPORATION)**

To: OKLAHOMA SECRETARY OF STATE
421 N.W. 13th, Suite 210/220
Oklahoma City, OK 73103
405.522.4560

I, the undersigned, as duly authorized agent of Flint Hills Homeowners Association, Inc., an Oklahoma residential real estate development owner s association, and being aware that the corporation seeks to amend the Articles of Incorporation filed on April 2, 2021 do hereby adopt the following amended articles of incorporation pursuant to the Oklahoma General Corporations Act (the Act).

Article 1. Name. The name of the corporation ("Corporation") is: **Flint Hills Homeowners Association, Inc.**

Article 2. Registered Office and Agent. The street address of the registered office of the Corporation in the State of Oklahoma is: **3233 East Memorial Road, Suite 103, Edmond, Oklahoma 73013**

The name of its registered agent at such address is: **Matthew L. Winton^{PLLC}**

Article 3. Purposes. The purposes of the Corporation are to engage in, promote, conduct, and carry on any lawful acts or activities for which non-profit residential real estate owner associations may be organized under the Act, including, but not limited to those purposes outlined, described, or alluded to under the real property covenants and exhibits on file or to be filed with the Cleveland County Clerk s office (the Declaration).

Article 4. Term of Existence. The Corporation shall exist perpetually.

Article 5. Limitation of Director & Officer Liability. No director or officer shall be personally liable to the Corporation or its members for monetary damages for any breach of fiduciary duty by such director or officer as a director or officer. Notwithstanding the foregoing sentence, a director or officer shall be liable to the extent provided by applicable law (i) for breach of their duty of loyalty to the Corporation or its members, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or (iii) for any transaction from which the director or officer derived an improper personal benefit. No amendment to or repeal of this Section 5 shall apply to or have any effect on the liability or alleged liability of any director or officer for or with respect to any

acts or omissions of such director or officer occurring prior to such amendment.

Article 6. Non-Stock Corporation. The Corporation shall have no authority to issue stock.

Article 7. Non-Profit Corporation. The Corporation is not for profit, and as such the corporation does not afford pecuniary gain, incidentally or otherwise, to its members.

Article 8. Directors. The name and mailing address of each person who initially will serve as director:

1. Vernon McKown, 1320 N. Porter Norman, Oklahoma 73071
2. JaRee Stambeck, 1320 N. Porter Norman, Oklahoma 73071
3. Bryan Stambeck, 1320 N. Porter Norman, Oklahoma 73071

Article 9. Number of Directors. Unless otherwise modified by the Bylaws, the number of directors shall be 3.

Article 10. Conditions of Membership. The conditions of membership to the Corporation are those provided within the Declaration filed within the Cleveland County Clerk s office for the real estate development platted as Flint Hills Addition.


Article 11. Incorporators. The name and address of the incorporators are:

1. Matthew L. Winton, 3233 East Memorial Rd., Suite 103, Edmond OK 73013
2. Craig Thompson, 3233 East Memorial Rd., Suite 103, Edmond OK 73013
3. Wendy Hanser, 3233 East Memorial Rd., Suite 103, Edmond OK 73013

Article 12. Conflict of Provisions. In the event a provision within these Articles conflicts with the Declaration, the Declaration shall control. In the event a provision within these Articles conflicts with the Bylaws, the Articles shall control.

Article 13. Right to Amend. The Corporation reserves the right to amend, alter, change, or repeal any provisions of this Certificate of Incorporation, in the manner now or later prescribed by statute. All rights, powers, privileges, and discretionary authority granted or conferred upon members or directors are granted subject to this reservation.

For the purpose of amending the Articles filed on April 2, 2021, the undersigned certifies that the facts as stated herein are true to our knowledge today, this 5th day of April 2021.

By: 
Matthew L. Winton, agent