

**ARTICLES OF AMENDMENT
OF
UPPER LITTLE WARM SPRINGS ASSOCIATION**

UPPER LITTLE WARM SPRINGS ASSOCIATION hereby presents this Amendment to its Articles of Incorporation, pursuant to Wyo. Stat. Ann. § 17-19-1005:

1. The name of the corporation: UPPER LITTLE WARM SPRINGS ASSOCIATION.

2. The text of each amendment adopted:

Article VI of the Articles of Incorporation is deleted in its entirety and replaced with the following:

“This corporation may be dissolved pursuant to applicable law. When articles of dissolution are filed with the Office of the Wyoming Secretary of State, the directors shall proceed to wind up the affairs of the corporation, pay all debts legally owed and distribute its remaining assets exclusively for the purposes of the corporation in such manner as the board of directors shall determine.”

3. The date of the Amendment's adoption is December 15, 2017, but the Amendment is effective as of October 10, 2009.

4. The Amendment was approved by the members in the manner required by the Wyoming Nonprofit Corporation Act and the corporation's articles of incorporation:

4.1. Pursuant to Article IX of the corporation's Articles of Incorporation, the Amendment must be approved by the corporation's membership. Membership is comprised of all property owners within the Upper Little Warm Springs Subdivision, which comprise one class. Voting is limited to one vote for each lot, regardless of the number of persons listed on property titles.

4.2. There are approximately 161 members of the corporation¹ and 132 votes entitled to be cast. Of these outstanding votes, 68 votes were indisputably cast on the Amendment.

4.3. The total number of votes cast for and against the Amendment by the single voting class are as follows, which are sufficient for approval of the Amendment:

For: 65


Against: 3



¹ The number of actual members varies based on current record title to lots within the Upper Little Warm Springs Subdivision, which fluctuates on a continual basis.

DATED September 17, 2018 and effective as of October 10, 2009.

UPPER LITTLE WARM SPRINGS ASSOCIATION


By: Peter Tattersall, President