

STATE OF UTAH

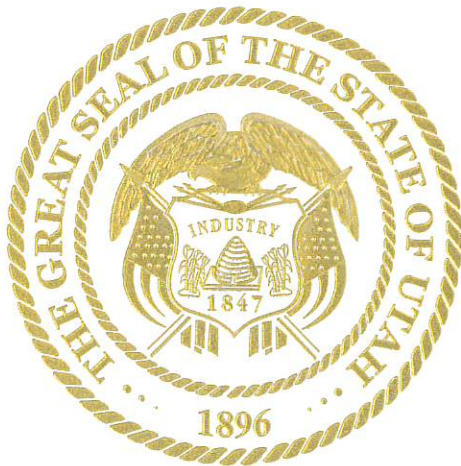


OFFICE OF THE LIEUTENANT GOVERNOR

CERTIFICATE OF DISSOLUTION

I, Deidre M. Henderson, Lieutenant Governor of the State of Utah, hereby certify that there has been filed in my office a notice of dissolution of the RED BRIDGE PUBLIC INFRASTRUCTURE DISTRICT NO. 3, located in UTAH COUNTY, dated MARCH 17, 2023, complying with Section §17D-1-603, Utah Code Annotated, 1953, as amended.

Now, therefore, notice is hereby given to all whom it may concern that the attached is a true and correct copy of the notice of dissolution, referred to above, on file with the Office of the Lieutenant Governor pertaining to the RED BRIDGE PUBLIC INFRASTRUCTURE DISTRICT NO. 3, located in UTAH COUNTY, State of Utah.



IN TESTIMONY WHEREOF, I have hereunto set my hand, and affixed the Great Seal of the State of Utah this 17th day of March, 2023 at Salt Lake City, Utah.

A handwritten signature in black ink, reading "Deidre M. Henderson".

DEIDRE M. HENDERSON
Lieutenant Governor

March 14, 2023

The Board of Trustees (the “*Board*”) of Red Bridge Public Infrastructure District No. 3, Utah (the “*District*”), met in public session on March 14, 2023, at 6:30 p.m., Utah time, due, legal and timely notice of the meeting having been given as required by law and the rules of the Board.

The meeting was called to order by the Chair. On roll call, the following members, constituting a quorum, were present:

Trustee	Joe Spencer
Trustee	Sheila Michaelis
Trustee	
ABSENT:	Blaine Turner

The District Clerk presented to the Board an affidavit evidencing the giving of not less than twenty-four (24) hours’ public notice of the agenda, date, time and place of the March 14, 2023, regular meeting of the Board in compliance with the requirements of Section 52-4-202(1), Utah Code Annotated 1953, as amended, by posting written notice of the meeting at the Utah Public Notice Website. The affidavit was ordered recorded in the minutes of the meeting and is as follows:

STATE OF UTAH)
)
COUNTY OF UTAH)

I, the undersigned, the duly qualified and acting District Clerk of the Red Bridge Public Infrastructure District No. 3, Utah (the “*District*”), do hereby certify that, according to the records of the Board of Trustees of the District (the “*Board*”) in my official possession, and upon my own knowledge and belief, in accordance with the requirements of Section 52-4-202(1), Utah Code Annotated 1953, as amended, I gave not less than twenty-four (24) hours’ public notice of the agenda, date, time and place of the March 14, 2023 regular public meeting held by the Board, by causing a Notice of Public Meeting to be posted at the Utah Public Notice Website at least twenty-four (24) hours before the convening of the meeting.

IN WITNESS WHEREOF, I have hereunder subscribed my official signature this March 14, 2023.

Sheila Michaelis

SignNow e-signature ID: 0edf977b16...
03/15/2023 12:51:13 UTC

District Clerk

After the conduct of other business not pertinent to the following, the following resolution was introduced in written form for consideration by the Board. After due consideration of the resolution by the Board, Sheila Michaelis moved for its adoption, and Joe Spencer seconded the motion. On being put to a vote, the motion was carried by the following vote:

AYE: Sheila Michaelis

Joe Spencer

NAY:

ABSENT: Blaine Turner

The resolution is as follows:

RESOLUTION DISSOLVING THE DISTRICT

A RESOLUTION AUTHORIZING THE DISSOLUTION OF THE DISTRICT

WHEREAS, the City of Payson, Utah (the “*City*”) created Red Bridge Public Infrastructure District No. 3 (the “*District*”) pursuant to the Governing Document for the District (the “*Governing Document*”);

WHEREAS, since its creation the District has not provided any service or otherwise operated, received property taxes or user or other fees, or expended any funds;

WHEREAS, the Board of Trustees of the District of the District (the “*Board*”) held two public hearings (the “*Public Hearings*”) with respect to the dissolution of the District, as required by Title 17B, Chapter 1, Part 13 of the Utah Code Annotated 1953, as amended (the “*PID Act*”), on March 7, 2023, and March 14, 2023, after notice of such hearings were posted as required by the PID Act;

WHEREAS, no members of the public provided comments at the Public Hearings; and

WHEREAS, after holding the Public Hearings and studying and preparing the dissolution of the District it is the finding and determination of the Board that the dissolution of the District is beneficial to the District and the property owners in the District and the District should be dissolved;

NOW, THEREFORE, Be it Resolved by the Board of Trustees of Red Bridge Public Infrastructure District No. 3, as follows:

Section 1. The District has not provided any service or otherwise operated, received property taxes or user or other fees, or expended any funds since it was created and the Board does not anticipate the need for the District to provide any service, operate as a local district, levy, collect or receive property taxes or fees, or expend any funds. Therefore, the Board has determined that it is in the best interest of the District and the property owners in the District to dissolve the District. The Board hereby authorizes the dissolution of the District pursuant to the PID Act.

Section 2. The officers, employees and agents of the District shall take all action necessary or reasonably required to carry out, give effect to, and consummate the actions contemplated hereby and shall take all action necessary in conformity with Utah law.

Section 3. The Board hereby ratifies, confirms and approves all actions heretofore taken by the officers and agents of the District relating to the actions contemplated hereby.

Section 4. It is hereby declared that all parts of this resolution are severable, and if any section, paragraph, clause or provision of this resolution shall, for any reason, be held to be invalid or unenforceable, the invalidity or unenforceability of any such section, paragraph, clause or provision shall not affect the remaining sections, paragraphs, clauses or provisions of this resolution.

Section 5. All resolutions or parts thereof in conflict herewith are, to the extent of such conflict, hereby repealed and this resolution shall be in full force and effect immediately upon its adoption.

APPROVED AND ADOPTED this March 14, 2023.

RED BRIDGE PUBLIC INFRASTRUCTURE DISTRICT
No. 3, UTAH

Joseph A Spencer

By SignNow e-signature ID: 85ad39ab21 ...
03/15/2023 01:55:53 UTC

Chair

COUNTERSIGN AND ATTEST:

Sheila Michaelis

By SignNow e-signature ID: 9f23185ab0...
03/15/2023 12:51:13 UTC

District Clerk

(Other business not pertinent to the above appears in the minutes of the meeting.)

Pursuant to motion duly made and carried, the meeting was adjourned.

RED BRIDGE PUBLIC INFRASTRUCTURE DISTRICT
No. 3, UTAH

Joseph A Spencer

By SignNow e-signature ID: 34dd7a50f0...
03/15/2023 01:55:53 UTC
Chair

ATTEST:

Sheila Michaelis

By SignNow e-signature ID: 9dd6792006...
03/15/2023 12:51:13 UTC
District Clerk

STATE OF UTAH)
)
COUNTY OF UTAH)

I, the duly chosen, qualified and acting District Clerk of Red Bridge Public Infrastructure District No. 3, Utah (the “*District*”), do hereby certify that the foregoing is a full, true and correct copy of the extracts of minutes of a regular meeting of the Board on March 14, 2023, including a resolution adopted at said meeting, as recorded in the regular official book of minutes of the proceedings of the Board kept in my office, that all members were given due, legal and timely notice of said meeting, that the meeting therein shown was in all respects called, held and conducted in accordance with law and in full conformity therewith, and that the persons therein named were present at the meeting, as therein shown.

IN WITNESS WHEREOF, I have hereunto set my hand this March 14, 2023.

Sheila Michaelis
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District Clerk

**PETITION REQUESTING DISSOLUTION OF
RED BRIDGE PUBLIC INFRASTRUCTURE DISTRICT NO. 3**

February 15, 2023

Red Bridge Public Infrastructure
District No. 1
Attention: Joe Spencer, Chair
754 East 1200 North
Pleasant Grove, Utah 84062

The undersigned Payson South Meadows Partners, LLC (the “Petitioner”) hereby requests the dissolution of Red Bridge Public Infrastructure District No. 3 (the “District”) pursuant to the Local District Act, Title 17B, Chapter 1, Utah Code Annotated 1953 and the Public Infrastructure District Act, Title 17B, Chapter 2a, Utah Code Annotated 1953 (collectively, the “Act”).

Section 1. Request for Dissolution of Public Infrastructure District. The Petitioner hereby requests the dissolution of District.

Section 2. Petitioner.

- (a) The Petitioner is a Utah Limited Liability Company.
- (b) The designated contact person for the Petitioner is:

Joe Spencer
754 E 1200 North
Pleasant Grove, UT 84062
Phone: (801) 836-1243
E-mail: josephspencer@gmail.com

Section 3. Petitioner Representations. The undersigned, as Petitioner, hereby represents and warrants that:

- (a) The undersigned is authorized to sign on behalf of the undersigned Petitioner;
- (b) The Petitioner has taken all action necessary to execute and deliver the Petition;
- (c) The execution and delivery of the Petition by the Petitioner does not materially

conflict with, violate or constitute on the part of the Petitioner a breach or violation of any of the terms and provisions of, or constitute a default under (i) an existing constitution, law or administrative rule or regulation, decree, order or judgment; (ii) any corporate restriction or any bond, debenture, note, mortgage, indenture, agreement or other instrument to which the Petitioner is a party or by which the Petitioner is or may be bound or to which any of the property or assets of the Petitioner is or may be subject; or (iii) the creation and governing instruments of the Petitioner, if applicable; and

- (d) To the knowledge of the Petitioner, there is no action, suit, proceeding, inquiry or investigation at law or in equity by or before any court or public board or body and to which the Petitioner is party, or threatened against the Petitioner wherein an unfavorable decision, ruling or finding would materially adversely affect the validity or enforceability or the execution and delivery by the Petitioner of the Petition.
- (e) There are no registered voters residing within the Property.
- (f) The Petitioner is the sole owner of the Property.

Section 4. Petitioner Consent. The Petitioner hereby consents to:

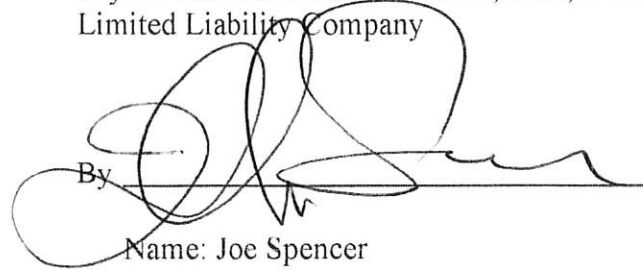
- (a) The dissolution of the District;

Section 5. Electronic Signatures; Counterparts. This Petition may be conducted by electronic means and executed in several counterparts, including by electronic signature, all or any of which may be treated for all purposes as an original and shall constitute and be one and the same instrument.

Section 6. Successors and Assigns. This Petition shall be binding upon the Petitioner and its successors and assigns.

IN WITNESS WHEREOF, the undersigned Petitioner has executed this Petition as on the date first hereinabove set forth.

Payson South Meadows Partners, LLC, a Utah
Limited Liability Company

By 

Name: Joe Spencer
Its: Manager

