

# STATE OF COLORADO



DEPARTMENT OF  
STATE

CERTIFICATE

*I, NATALIE MEYER, Secretary of State of the State of Colorado hereby certify that the prerequisites for the issuance of this certificate have been fulfilled in compliance with law and are found to conform to law.*

*Accordingly, the undersigned, by virtue of the authority vested in me by law, hereby issues* A CERTIFICATE OF INCORPORATION TO ASPEN LEAF VILLAGE CONDOMINIUM ASSOCIATION, INC. A NONPROFIT CORPORATION.



*Natalie Meyer*  
SECRETARY OF STATE

DATED: MARCH 9, 1983

ARTICLES OF INCORPORATION

OF

ASPEN VILLAGE CONDOMINIUM ASSOCIATION

The undersigned incorporator, a natural person over the age of 21, hereby incorporates a corporation under the "Colorado Nonprofit Corporation Act".

ARTICLE I

NAME

The name of the corporation is the ASPEN LEAF VILLAGE CONDOMINIUM ASSOCIATION, INC., hereafter called the "Association".

ARTICLE II

DURATION

The duration of the Association shall be perpetual or until earlier dissolved.

ARTICLE III

PURPOSE

The Association is not for the purpose of profit or financial gain for itself or any of its members, but was formed to provide for the maintenance, repair, replacement and improvement of the general Common Elements of that certain condominium property known as the Aspen Leaf Village Condominium, as described on the final plat thereof to be filed in the office of the Huerfano County, Colorado Recorder together with all improvements presently existing or hereafter constructed thereon, and to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of the Association, to promote the operation of said property in accordance with the Declarations of Covenants, Conditions and Restrictions thereof, hereafter the "Declarations", to be filed in the office of the Huerfano County, Colorado, Recorder, AND FOR THESE PURPOSES this Association has the right, power and authority to:

(a) Exercise all of the right, powers and privileges and perform all of the duties and obligations of the Association as set forth in the Declaration, said Declaration being incorporated herein by reference;

(b) Fix, levy, make, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration, and pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) Acquire, own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association and in accordance with the Declaration;

(d) With the written assent of the Members entitled to vote a majority of the votes of each class of Membership, borrow money for the purpose of improving or maintaining the Common Elements with written consent of the Members entitled to vote a majority of the votes of each Class of membership and with the further written consent of 2/3 of all first Mortgagees (based upon 1 vote for each first mortgage), to mortgage or grant other security interests in the Common Elements as security for any such loan provided that an instrument reflecting such consents is recorded with the Huerfano County, Colorado, Recorder;

(e) Dedicate, sell or transfer all or any part of the Common Elements to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the Members, provided that no such dedication or transfer shall be effective unless first approved in writing by the members entitled to vote a majority of the votes of each Class of membership and by 2/3

of all first Mortgagees (based upon 1 vote for each first mortgage), and provided further that an instrument reflecting such approvals be recorded in the office of the Huerfano County, Colorado, Recorder; and to grant easement for public utilities or other purposes consistent with the intended use of the Common Elements, which grants shall not be deemed a transfer within the meaning of this subsection (e);

(f) Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Elements, provided that any merger or consolidation shall have the assent of 2/3 of each Class of members;

(g) Manage, control, operate, maintain, repair, regulate, restrict or deny the use of, and improve the Common Elements;

(h) Enforce covenants, restrictions and conditions affecting any property to the extent this Association may be authorized under the Declaration;

(i) Engage in activities which will actively foster, promote and advance the common ownership interests of the Owners;

(j) Enter into, make, perform or enforce contracts of every kind and description, and do all other acts necessary, appropriate or advisable in carrying out any purpose of this Association, with or in association with any person, firm, association, corporation or other entity or agency, public or private;

(k) Adopt, alter and amend or repeal such By-Laws as may be necessary or desirable for the proper management of the affairs of the Association, provided, however, that such By-Laws may not be inconsistent with or contrary to any provisions of these Articles of Incorporation of the Declaration;

(l) Have and exercise any and all powers, rights and privileges which a corporation organized under the Nonprofit Corporation Law of the State of Colorado by law may now or hereafter have or exercise;

(m) Notwithstanding the above, unless all of the First Mortgagees (based upon 1 vote for each first Mortgage owned or held) have given their prior written approval, the Association shall not be empowered or entitled to;

(1) by act or omission, seek to abandon, partition, subdivide, encumber, sell or transfer the Common Elements or any portion thereof (excluding the granting of easements for public utilities or other purposes consistent with the intended use of the Common Elements);

(2) fail to maintain fire and extended coverage insurance on the Common Elements in an amount not less than full replacement value;

(3) use hazard insurance proceeds for Common Element property losses for other than the repair, replacement or reconstruction of such property, except under such circumstances as specifically provided in the Declaration;

(4) by act or omission, change, waive or abandon any covenants or restrictions, or enforcement thereof, as set forth in the Declaration, regarding the use or maintenance of Units or Common Elements.

#### ARTICLE IV MEMBERSHIP AND VOTING RIGHTS

The Owner of each unit is a Member of the Association. Said Membership is appurtenant to the Unit of said Owner and shall pass with fee simple title to the Unit. The Association shall have 2 Classes of voting membership:

Class A: Class A Members shall be all of those Owners as defined in the Declaration with the exception of the Declarant. Class A members shall be entitled to 1 vote for each unit in which they hold the interest required for Membership. When more than 1 person holds such interest in any unit, all such persons shall be members. The vote for any such Unit shall be exercised as they among themselves determine, but in no event shall more than 1 vote be cast with respect to any 1 Unit;

Class B: Class B membership shall be the Declarant as defined in the Declaration. The Class B membership shall be entitled to 4 votes for each Unit in which it holds the interest required for membership, provided that the Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- (a) when the total votes outstanding in the Class A Membership equals the total votes outstanding in the Class B membership; or
- (b) On July 1, 1985.

ARTICLE V  
BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of Directors, who shall be Members of the Association and elected by the Members thereof. The number and terms of the Directors shall be designated in the By-Laws of the Association. The initial Board of Directors shall consist of 3 Members. The names and addresses of the 3 persons who are to be members of the first Board of Directors, until the selection of their successors, are:

<u>Name</u>	<u>Address</u>
Dwight A. Harrison	Panadero Box 10 Cuchara Star Route Cuchara, Colorado 81055
Laurel H. Moore	Panadero Box 10 Cuchara Star Route Cuchara, Colorado 81055
Judy B. Jurecki	Panadero Box 10 Cuchara Star Route Cuchara, Colorado 81055

ARTICLE VI  
OFFICERS

The Board of Directors may appoint a President, one or more Vice Presidents, a Secretary, a Treasurer, and such other officers as the Board, in accordance with the provisions of the By-Laws, believes will be in the best interests of the Association. The officers shall have such duties as may be prescribed in the By-Laws of the Association and shall serve at the pleasure of the Board of Directors.

ARTICLE VII  
AMENDMENTS

These Articles shall be amended upon the assent of 2/3 of the votes of each Class of membership present in person or by proxy at a meeting of Members at which a vote thereon is conducted.

ARTICLE VIII  
REGISTERED OFFICE AND AGENCY

The initial registered office of the Association shall be at:

4 East Avenue  
Cuchara, Colorado 81055;

its mailing address:

Pandero Box 10  
Cuchara Star Route  
Cuchara, Colorado 81055;

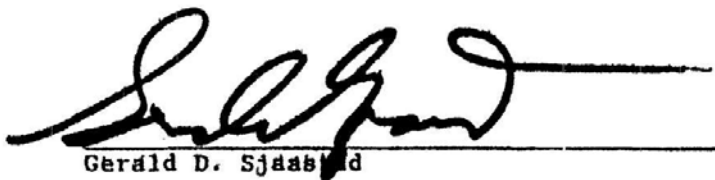
and the name of the initial registered agent is Judy B. Jurecki:

ARTICLE IX  
INCORPORATOR

The name and address of the incorporator is:

Gerald D. Sjaastad  
218 Mining Exchange Building  
Colorado Springs, Colorado 80903.

IN WITNESS WHEREOF, the undersigned as incorporator has executed these Articles of incorporation of Aspen Leaf Village Condominium Association Inc., a corporation not for profit, this 7th day March, 1983.


  
Gerald D. Sjaastad

STATE OF COLORADO        )  
                                  ) ss:  
COUNTY OF EL PASO        )

Subscribed and affirmed to before me this 7th day of March, 1983 by Gerald D. Sjaastad, as incorporator.

Witness my hand and official seal.

My commission expires: February 10, 1985.

  
Notary Public  
218 Mining Exchange Building  
Colorado Springs, Colorado 80903