

Articles of Incorporation  
Of  
St. Anton Highlands First Addition

The undersigned natural person of the age of twenty-one years or more, acting as incorporator of a corporation under the Colorado Non-Profit Corporation Act, and the laws of the State of Colorado, adopts the following Articles of Incorporation:

First: The name of the corporation is ST. ANTON HIGHLANDS FIRST ADDITION ASSOCIATION INC.

Second: The period of duration of the corporation should be perpetual.

Third: The purposes for which the corporation is organized are:

- a. To carry on the purposes and function of the St. Anton Highlands First Addition, a non-profit association, which was created pursuant to a Declaration of Association which is duly recorded on Film 696 as Reception No. 940818 in the records of the Office of the Clerk and Recorder of the County of Boulder, Colorado, as summarized.
- b. To maintain and improve those private roads in St. Anton Highlands First Addition, County of Boulder, State of Colorado, dedicated to public use but not accepted by the County of Boulder for maintenance purposes to the extent that the Association, from time to time deem such maintenance and improvement appropriate; and to maintain and improve that private roadway commonly known as the "Summer Access Road" which is more fully described in that document recorded on Film 919 as Reception No. 172270 in the records of the Office of the Clerk and Recorder of the County of Boulder, State of Colorado.
- c. To have and exercise all the powers inferred upon corporations organized not for profit under the laws of the State of Colorado; to have and exercise generally all of the powers and to do and perform all acts which shall or may be necessary, proper and to do in relation to or incident to the things for which our corporation was formed and to do all acts and things in the premises that a natural person might or could do.
- d. The purposes specifically mentioned remain shall, except where otherwise expressed, be in no way limited to or restricted by references to or inference from the terms of any other clauses or paragraphs of this certificate of incorporation. The forgoing shall be constructed both as purpose in any manner the general powers conferred upon this corporation by the law of the State of Colorado.

Fourth: There shall be no capital stock in this corporation.

Fifth: The affairs of this corporation are to be under the control of the Board of Directors. The following three persons are hereby elected to act as the initial Board of Directors and to manage the affairs and concerns of this corporation until their successors are chosen and qualified, to wit:

Nancy Pitts, Bonanza Star Route, Nederland, CO 80466

Kathy Slauson, Bonanza Star Route, Nederland, CO 80466

Ronald Stockton, Bonanza Star Route, Nederland, CO 80466

Each Director shall be, at the time of his election and during his entire term of office, a beneficial owner of a lot in St. Anton Highlands First Addition, provided that the moment the above qualifications

shall cease to exist with reference to any number of the Board of Directors, the office of said Director shall thereby become vacant. In the event of such a vacancy, the remaining members of the Board of Directors shall select a replacement until his successor shall be elected and qualified for office.

Sixth: There shall be on class of members of the corporation, and they shall all have equal rights and privileges as are provided for in the Declaration of Association filed with the Clerk and Recorder of the County of Boulder, State of Colorado, on April 15, 1970 on Film 696 as Reception No. 940818. The members of the corporation shall be every beneficial owner (as distinguished from a security owner) of a lot in St. Anton Highlands First Addition.

Seventh: The Board of Directors shall have full power:

- a. To make, promise, amend or repeal such By-Laws as they deem proper of the management of the affairs of this corporation, according to the Statutes in such cause make and provided.
- b. To borrow Money and to secure the payment thereof by mortgage, trust deed or otherwise, and to assign, mortgage or endorse real or personal property of this corporation without the consent of the members. But it shall have power and authority to convey or dispose of real and personal property of this corporation only upon the consent of two-thirds of the members entitled to vote at any regular or special meeting of the members.

Eighth: The corporation in not organized for pecuniary profit nor shall it have any power to issue and certificates of stock or declare dividends, and no part of the earnings, if any, shall inure to the benefit of any member, director or individual. In the event this corporation should ever be dissolved, no dividend or distribution of the property of the corporation shall be made until all debts are fully paid, and then only upon its final dissolution and surrender of organization and name, nor shall any distribution be made except by a vote of the majority of the members. In the event of dissolution, all aspects of the corporation shall be transferred and conveyed to a non-profit corporation or organization engaged in charitable or social welfare activities similar to those of the corporation.

Ninth: The registered office of the corporation shall be Bonanza Star Route, Nederland Colorado, 80466, and the registered agent of the corporation such address will be Ronald Stockton.

Tenth: These Articles of Incorporation may be amended, altered, changed, added to or repealed by the affirmative vote of two-thirds of the members entitled to vote at any regular or special meeting of the members, if notice of the proposed amendment, alteration, change, addition or repeal be contained in the notice of the meeting.

Eleventh: The name and address of the incorporator is:

Nancy Pitts, Bonanza Star Route, Nederland, Colorado 80466

On this 26<sup>th</sup> day of August, 1987

The original document can be found at:

<http://www.sos.state.co.us/biz/ViewImage.do;jsessionid=0000QyawoEc5Vc2mpSPkXxPUSEi:10e81rtv?masterFileId=19871750938&fileId=19871750938>