

A. ARTICLES OF INCORPORATION
OF
FLUME PLACER CIVIC ASSOCIATION, INCE
A NON-PROFIT CORPORATION

KNOW ALL MEN BY THESE PRESENTS that the undersigned, being natural persons of the age of twenty-one (21) years or more, have associated themselves together as incorporators for the purpose of availing themselves of the provisions of the "Colorado Non-Profit Corporation Act" and hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I: Name

FLUME PLACER CIVIC ASSOCIATION, INC.

ARTICLE II: Term

The said corporation shall have perpetual existence.

ARTICLE III: Purposes

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific **primary purposes** for which it is formed are to promote and foster civic cooperation among the owners of certain residential tracts in a specific area, which is commonly described and also known as "Landis Ranch Estates", located in Park County, Colorado; to provide for **maintenance and preservation of said residential tracts and any common area** which may, at any time hereafter, be deeded to the corporation for recreational or social use; to maintain and preserve any easements granted to the corporation for the beneficial use of all the said residential tract owners; to administer any protective covenants which now exist, or which may hereafter exist, which are applicable to said residential tracts, **and to preserve, protect and improve the enjoyment of the recreational activities and the preservation of the natural environment as may be mutually undertaken and maintained by the residential tract owners.**

In addition, this non-profit corporation has, as its purpose, to promote the health, safety and welfare of the residential tract owners and any additional residential tract owners as may hereafter be brought within the jurisdiction of this association.

In furtherance of said purposes, this association shall: (a) perform all the duties and obligations of the association as may be set forth in any Declaration of Covenants, **Conditions and Restrictions, hereinafter called the Declaration, which may hereafter be applicable to the property and be recorded in the office of the Clerk and Recorder of Park County Colorado;** (b) **fix, levy, collect and enforce payment by any lawful means** of all charges or assessments; to 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, by gift, purchase or otherwise, 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; (d) dedicate, sell or transfer all, or any part of, any common area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No dedication or transfer shall be effective unless the instrument has been signed by two-thirds of those members given votes agreeing to such dedication, sale or transfer; (e) to enter into, make and perform contracts of any kind or description, with any person, firm, association, corporation, municipality, county or state. (f) to borrow money, and only with the assent (by vote or written consent) of two-thirds (2/3) of those members given votes, and to mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred; (g) **to indemnify any director or officer or former director or officer of the corporation, or any person** who may

Authorizes covenants and gives teeth

Collecting money

NO law suit

have served, at its request, as a director or officer of another corporation of which it is a creditor, against expenses actually and reasonable incurred by him in connection with the defense of any action, suit or proceeding, civil or criminal, in which he is made a party by reason of being or having been such director or officer, except in relation to matters as to which he shall be adjudged in said action, suit or proceeding, to be liable for negligence or misconduct in the performance of duty to the corporation; (h) to grant and/or obtain easements for public utilities over and across common lands of the association; (i) to develop, maintain and/or abandon roads, bridges or fences and other facilities of common interest located at or near that area known as Landis Ranch Estates; (j) to purchase and to plant fish in the streams, ponds, or other bodies of water, maintained for the recreational use of the members of the association. (k) to have and to exercise any and all powers, rights, and privileges which a corporation is entitled to by virtue of its election to be organized under said "Colorado Non-Profit Corporation Act" or any amendments thereto or other laws of the State of Colorado pertaining thereto.

ARTICLE IV: Membership

Every person or entity who is a record owner of a fee or undivided fee interest in any tract of land located in said Landis Ranch Estates, consisting of thirty-two (32) tracts of land at the present time, and any record owners of any fee or undivided fee interest in any tract of land for residential use which may hereafter be included in said Landis Ranch Estates, including any owner who has sold on contract, but has not conveyed his fee interest, shall be a member of the association. **Membership shall be appurtenant to, and shall not be separated from, ownership of any tract of land located in said Landis Ranch Estates.**

"Tract" as used in this document shall mean and refer to any property referred to herein, which **is used or intended for use as a residential dwelling site**, but does not include the common areas, private streets, easements or rights of way and any common parking areas.

ARTICLE V: Voting Rights

The association shall have one class of voting membership: **Members shall be all owners of said residential tracts, and shall be entitled to one vote for each tract owned.** When more than one (1) person holds an interest in any tract, all such persons shall be members. The vote for such tract shall be exercised as they among themselves determine, but in no event shall more than one (1) vote be cast with respect to any tract.

ARTICLE VI: Registered Office and Registered Agent

The registered office of the corporation shall be Suite 301, Cascade Square, 228 North Cascade Avenue, Colorado Springs, Colorado 80903, and the registered agent of the corporation shall be Otto K. Hilbert, Suite 301, Cascade Square, 228 North Cascade Avenue, Colorado Springs, Colorado 80903.

ARTICLE VII: Directors

The business and affairs of said corporation shall be under the control and management of a Board of Directors consisting of no less than three (3) members and no more than five (5) members of the association. The names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders or until successors be elected and qualified. are as follows:

Simon F. Elliot
1245 Longwood Avenue
Pueblo, Colorado 81004

John Huebsch
27 Oak Avenue
Colorado Springs, Colorado 80906

Dr. Ruth B. Howard
Box 107

Lake George, Colorado 80827

Frank M. Platts
Box 133
Lake George, Colorado 80827

At the first annual meeting, the members shall elect two (2) Directors for a term of one (1) year and up to three (3) Directors for a term of two ~~(2) years~~; thereafter at each annual meeting, Directors shall be elected as their terms expire for a period of ~~two (2) years~~.
The names and addresses

ARTICLE VIII: Incorporators

The names of the Incorporators are as follows:

Simon F. Elliot
1245 Longwood Avenue
Pueblo, Colorado 81004

John Huebsch
27 Oak Avenue
Colorado Springs, Colorado 80906

Dr. Ruth B. Howard
Box 107
Lake George, Colorado 80827

Frank M. Platts
Box 133
Lake George, Colorado 80827

ARTICLE IX: Dissolution

Dissolution shall be according to the said "Colorado Non-Profit Corporation Act", as amended. Assets distributable shall be distributed to an appropriate public agency to be used for purposes similar to those for which this association was created. In the event that such distribution is refused acceptance, such assets shall be granted, conveyed or assigned to any non-profit corporation, association, trust or other organization organized and operated for such similar purposes.

ARTICLE X: Amendments

Amendment of these Articles shall require the assent (by vote or written consent) of two-thirds (2/3) of those members given votes herein at any regular meeting of the members or any special meeting of the members called for that purpose.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this ~ day of August, A. D. 1974.

/s/ Simon F. Elliot

/s/ John Huebsch

/s/ Dr. Ruth B. Howard

/s/ Frank M. Platts

STATE OF COLORADO)
COUNTY OF EL PASO) ss

I, /s/ Jan M. Jennings a Notary Public in and for said County and State aforesaid, do hereby certify that Simon F. Elliot, John Huebsch, Dr. Ruth B. Howard, and Frank M. Platts, who are to me personally known to be the persons whose names are subscribed to and who executed the annexed and foregoing Articles of Incorporation, appeared before me this day in person and each for himself, acknowledged that he had signed, sealed and delivered the said instrument of writing as his and their free and voluntary act and deed for the uses and purposes therein set forth.

Given under my hand and notarial seal this 19th day of August, 1974.

(SEAL)

/s/ Jan M. Jennings
Notary Public

My Commission expires: June 25. 1978