

NOT FOR PROFIT

24101

ARTICLES OF INCORPORATION

COUNTRY CLUB VILLAGE TOWNHOME OWNERS ASSOCIATION

FILED

In compliance with the requirements of the Colorado Non-Profit Corporation Act, Title 7 of the Colorado Statutes of 1973, as amended, the undersigned, all of whom are residents of the State of Colorado and all of whom are of legal age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify.

Article 1. The name of the corporation is COUNTRY CLUB VILLAGE TOWNHOME OWNERS ASSOCIATION, hereafter called "the Association".

Article 2. The principal office of the association is located at 2933 Broadmoor Valley Road, Colorado Springs, Colorado 80906.

Article 3. The address of the initial registered office of the corporation is 310 Mining Exchange Building, Colorado Springs, Colorado 80903 and the name of the initial registered agent at such address is Alvin F. Barton.

Article 4. Purpose and Powers of Association. This association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence lots and common area within that certain tract of property described as follows:

COUNTRY CLUB VILLAGE PHASE 1

A tract of land located in the Southeast Quarter (SE1/4) of Section 6, Township 15 South, Range 66 West of the 6th P.M., El Paso County, Colorado and more particularly described as follows:

Commencing at the most southerly corner of Country Broadmoor Filing No. 3, also being the intersection of the Easterly line of Mycliffe Drive and the Northerly line of Broadmoor Bluffs Drive, as recorded in Book 0-3 at Page 48 of said county records; thence northeasterly along the arc of a 960.00 foot radius curve, also being the Easterly boundary of said Country Broadmoor Filing No. 3 and the Easterly line of Mycliffe Drive, through a central angle of 06° 54' 14" (which the long chord bears N32° 27' 07" E a long chord distance of 115.61 feet), an arc distance of 115.60 feet; thence N29° 00' E continuing along said Easterly boundary a distance of 230.00 feet; thence northeasterly along the arc of a 800.00 foot radius curve, also being said Easterly boundary, through a central angle of 25° 20' (which the long chord bears N41° 40' E a long chord distance of 350.85 feet), an arc distance of 353.72 feet to a point of compound curvature; thence northeasterly along the arc of said compound curve, whose radius is 510.00 feet, also being said Easterly boundary, through a central angle of 21° 18' (which the long chord bears N43° 41' E a long chord distance of 108.50 feet), an arc distance of 189.60 feet; thence N33° 02' E continuing along said boundary a distance of 18.00 feet to the point of beginning of a tract of land herein described; thence continuing along the last described course a distance of 357.39 feet; thence northeasterly along the arc of a 130.00 foot radius curve, also being said Easterly boundary of Country Broadmoor Filing No. 3 and easterly line of Mycliffe Drive, through a central angle of 37° 13' (which the long chord bears N14° 25' 30" E a long chord distance of 82.97 feet), an arc

distance of 84.44 feet; thence N85°49'E, a distance of 300.59 feet to a point on the westerly line of Colorado State Highway No. 115; thence southwesterly along the arc of a 2745.00 foot radius curve also being said westerly line, through a central angle of 00°00'09" (which the long chord bears S12°30'20"E a long chord distance of 303.00 feet), an arc distance of 383.39 feet; thence S81°21'25"W, a distance of 208.44 feet; thence S18°58"E, a distance of 42.00 feet; thence northwesterly along the arc of a 88.15 foot radius curve, through a central angle of 52°00' (which the long chord bears S15°02'W a long chord distance of 77.28 feet), an arc distance of 00.00 feet; thence S41°02'W, a distance of 120.00 feet; thence N56°50'W, a distance of 316.00 feet; thence N27°50'W, a distance of 24.00 feet; thence N56°50'W, a distance of 30.00 feet to the point of beginning, containing 5.0091 acres, more or less.

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 this association for this purpose to:

a. exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of the Clerk and Recorder of El Paso County, Colorado, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length.

b. fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; 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. borrow money, and with the assent of two-thirds (2/3) of each class of members mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

e. dedicate, sell or transfer all or any part of the 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 such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

f. participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

g. have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit

Corporation law of the State of Colorado by law may now or hereafter have or exercise.

Article 5. Membership. Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject by covenants or record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment by the Association.

Article 6. Voting Rights. The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners, with the exception of the Declarant, and shall be entitled to one vote for each lot owned. When more than one person holds an interest in any lot, all such persons shall be members. The vote for such lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any lot.

Class B. The Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each lot owned. 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 equal the total votes outstanding in the Class B membership; or

b. No more than five (5) years after the date Declarant conveys the first lot to an Owner.

Article 7. Board of Directors. The affairs of this Association shall be managed by a Board of five (5) Directors, who need not be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

| NAME                                  | ADDRESS                                                      |
|---------------------------------------|--------------------------------------------------------------|
| Stephen L. Scott ✓ 576-8360           | 2993 Broadmoor Valley Road<br>Colorado Springs, CO 80906     |
| Officer<br>Randall L. Deming 634-7722 | 10 Boulder Crescent, Suite 300<br>Colorado Springs, CO 80903 |
| Larry H. Lawrence 576-8300            | 2993 Broadmoor Valley Road<br>Colorado Springs, CO 80906     |
| Officer<br>Luther R. Delay 599-4646   | 5350 North Academy Boulevard<br>Colorado Springs, CO 80907   |
| Officer<br>Harvin C. Korf 634-7722    | 10 Boulder Crescent, Suite 300<br>Colorado Springs, CO 80903 |

Article 8. Dissolution. The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the Association, other than incident to a merger or

consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

Article 9. Duration. The corporation shall exist perpetually.

Article 10. Amendments. Amendments of these Articles shall require the assent of 75 percent (75%) of the entire membership.

Article 11. FHA/VA Approval. As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional property, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Colorado, I, the undersigned, the incorporator of this Association, have executed these Articles of Incorporation, this 1<sup>st</sup> day of FEBRUARY, 1983.

Marvin E. Korf

STATE OF COLORADO )  
                          )ss.  
County of El Paso )

The foregoing instrument was acknowledged before me, by MARVIN E. KORF, as incorporator for COUNTRY CLUB VILLAGE TOWNHOME OWNERS ASSOCIATION, this 3RD day of FEBRUARY, 1983.

Witness my hand and official seal.

4/23/83  
My Commission Expires

Cynthia A. Dyer  
Notary Public  
Address: 2493 BROADMOOR VALLEY RD  
COLORADO SPRINGS CO 80906

# STATE OF COLORADO

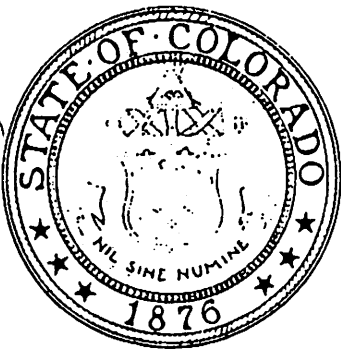


DEPARTMENT OF  
STATE

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 COUNTRY CLUB VILLAGE TOWNHOME OWNERS ASSOCIATION, A NONPROFIT CORPORATION.



DATED: FEBRUARY 28, 1983

*Natalie Meyer*

SECRETARY OF STATE