

STATE OF COLORADO



DEPARTMENT OF
STATE

NONPROFIT
CERTIFICATE OF
INCORPORATION

I, MARY ESTILL BUCHANAN,

Secretary of State of the State of Colorado, hereby certify that duplicate originals of Articles of Incorporation, duly signed and acknowledged pursuant to the provisions of the Colorado Nonprofit Corporation Act, have been received in this office and are found to conform to law.

Accordingly the undersigned, by virtue of the authority vested in me by law, hereby issues this Certificate of Incorporation of

-----L P P O ASSOCIATION-----
(A COLORADO NONPROFIT CORPORATION)

and attaches hereto a duplicate original of the Articles of Incorporation.

Dated this ----Fourteenth---- *day of* ----June-----, *A. D.* 19 74.

Mary Estill Buchanan
SECRETARY OF STATE

JUN 14 1974

ARTICLES OF INCORPORATION
COLORADO NON-PROFIT CORPORATION
L P P O ASSOCIATION

Pursuant to the Colorado Non-Profit Corporation Act, the under-
signed do hereby form a corporation and file these Articles of Incorporation.

1. NAME: The name of the corporation is

L P P O ASSOCIATION.

2. DURATION: The corporation shall have perpetual existence.

3. PURPOSES: The purposes for which the corporation is formed, among others, are to implement the terms and provisions of the judgment and order of the District Court of La Plata County, State of Colorado, in Civil Action No. C-837 and for the use and benefit of the persons described in said civil action as being members of the Plaintiff Class and for the further purpose of owning, operating, maintaining and doing all things reasonably or properly necessary for the development and continued operation of roads and utility services and recreation services within and in connection with the subdivision known as Lake Purgatory Unit 1 in La Plata County, Colorado, for the benefit of the members of the class in the aforesaid action and all other persons who shall pursuant to these Articles of Incorporation and the By-Laws pursuant thereto become members of the corporation and entitled to the benefits of the corporation. Membership to be initially limited to those persons described in said judgment as being members of the Class but to be available to other persons pursuant to either the Articles of Incorporation or By-Laws which may be adopted pursuant to the Articles.

The corporation shall, together with all powers granted to non-profit corporations by the laws of the State of Colorado and other specific powers

enumerated herein, also have all of the following rights and powers, to-wit:

a. The sole right to enforce collection of any money judgment granted in Civil Action C-837 in the District Court of La Plata County, Colorado.

b. The right to receive the assets and to assume the liabilities of the informal association known as Lake Purgatory Property Owners Association heretofore existing.

c. The power and right to reimburse present class members as defined in the aforesaid civil action but not anyone who withdrew from the class action, for contributions to Lake Purgatory Property Owners Association as an informal association which those persons ^{own} have heretofore made, and

d. The power and right to hire and pay legal, accounting, engineering and other technical personnel for advice and services needed for the formation and operation of this corporation, and

e. To provide an equitable method of assessment and enforcement of assessments, including the requirement that each member shall subject his property to a lien for reasonable assessments common to all members upon either a lot by lot basis or an assessed valuation basis, as shall be determined by the corporation in connection with the particular charge, and

f. To install a water system and such other improvements, including phone service if the latter shall be determined to be economically favorable and proper, and to provide for the operation and maintenance within Lake Purgatory Unit 1 and leading to Lake Purgatory Unit 1 of all the water systems, roads, snow removal, garbage collection and sanitation, fishing rights and facilities and to collect monthly assessments due pursuant to Protective Covenants adopted and recorded in the La Plata County Clerk and Recorder's Office.

g. To require that all members of the corporation consent that their properties in Lake Purgatory Unit 1 are bound by the Articles of Incorporation

and By-Laws of this corporation and are subject to such reasonable charges as shall be determined and established by the Board of Directors.

h. To grant relief from inequitable exclusion from the Class of persons who actually participated in the class action and supported the members of the Class in the lawsuit and,

i. To pay the obligations of the corporation and to reimburse the members of the corporation and other persons for expenses in connection with the formation and operation of the corporation providing that no member shall be entitled to draw a salary for serving as an officer or director thereof, or for services rendered to the corporation, unless such services are special and unique and by individual contract entered into with the corporation in an arm's length transaction, in which the contracting party does not act or vote upon approval of the contract as an officer or director of the corporation.

4. MEMBERS: There shall be only one class of members. All persons designated as class members in the aforesaid civil action shall be entitled to be members of the corporation without further additional charge. Membership to be on the basis of one membership for each lot owned in Lake Purgatory Unit 1 subdivision and membership to be transferable and to run with the lot ownership. Present non-members of the class owning lots in Lake Purgatory Unit 1 shall by the By-Laws be granted the right to join the corporation on terms consistent with the terms and provisions of the aforesaid civil action.

5. SEAL AND MEMBERSHIP CERTIFICATES: The corporation shall have authority to adopt a corporate seal and shall have power and authority to issue certificates evidencing membership in the corporation.

6. DISTRIBUTION OF ASSETS UPON DISSOLUTION OR FINAL LIQUIDATION: The assets of the corporation, upon final liquidation or dissolution of the corporation, shall be disposed of and distributed as shall be provided in the By-Laws.

7. REGISTERED OFFICE: The initial registered office of the corporation shall be in the office of William L. Watts, Attorney at Law, Room 202, 1020½ Main Avenue, Durango, La Plata County, Colorado 81301, and the name of the initial registered agent at such address is William L. Watts.

8. INITIAL BOARD OF DIRECTORS: The initial Board of Directors shall consist of five (5) persons whose names and addresses are as herein set forth:

<u>Name</u>	<u>Address</u>
L. Jefferson Gorin	1832 East Alameda Drive Tempe, Arizona 85282
Alan M. Gould	2821 Georgia, N.E. Albuquerque, New Mexico
Georgia Manier	3416 Yosemite, N.E. Albuquerque, New Mexico 87111
Carol Yarnall	1228 Zena Lona, N.E. Albuquerque, New Mexico 87112
Daniel M. Garst	7204 Dellwood Road, N.E. Albuquerque, New Mexico 87110

9. INCORPORATORS: The name and address of each of the incorporators is as follows:

<u>Name</u>	<u>Address</u>
William L. Watts	3220 Junction Street Durango, Colorado 81301
L. Jefferson Gorin	1832 East Alameda Drive Tempe, Arizona 85282
Alan M. Gould	2821 Georgia, N.E. Albuquerque, New Mexico

IN WITNESS WHEREOF, the foregoing incorporators have subscribed their names hereto and do hereby adopt the foregoing Articles of Incorporation and acknowledge the adoption as their free and voluntary act as of this 15th day of May, 1974.

William L. Watts
William L. Watts

L. Jefferson Gorin
L. Jefferson Gorin

Alan M. Gould
Alan M. Gould

STATE OF COLORADO)
) ss.
COUNTY OF LA PLATA)

The foregoing instrument was subscribed, sworn to and acknowledged before me this 15th day of May, 1974, by William L. Watts.

My commission expires January 25, 1978.

Norma Lynn G. Hurford
Notary Public

STATE OF ARIZONA)
) ss.
COUNTY OF MARICOPA)

The foregoing instrument was subscribed, sworn to and acknowledged before me this 21 day of May, 1974, by L. Jefferson Gorin.

My commission expires My Commission Expires Sept. 7, 1974.

Norma Lynn G. Hurford
Notary Public

STATE OF NEW MEXICO)
) ss.
COUNTY OF BERNALILLO)

The foregoing instrument was subscribed, sworn to and acknowledged before me this 29 day of May, 1974, by Alan M. Gould.

My commission expires 5-1-78.

Barbara J. Lanson
Notary Public