

# ARTICLES OF INCORPORATION

OF

HIGH PINES PATIO HOME ASSOCIATION, INC.

FILED  
DONETTA DAVIDSON  
COLORADO SECRETARY OF STATE

The undersigned person acting as incorporator under the Colorado Non-Profit Act, hereby sign and acknowledges the following Articles of Incorporation for the following Corporation:

## ARTICLE I

### Name

The name of this Corporation shall be High Pines Patio Home Association, Inc. Hereafter called the "Association"

## ARTICLE II

### Period of Duration

20021184394 M  
\$ 50.00  
SECRETARY OF STATE  
07-08-2002 15:09:34

The Association shall exist in perpetuity from and after the date of filing of these Articles of Incorporation with the Secretary of State of the State of Colorado, unless dissolved according to Colorado Law.

## ARTICLE III

### Purposes of the Association

*monetary*

This Association does not contemplate pecuniary gain or profit to the members thereof and the primary purpose for which it is formed are as follows:

1. To be and constitute the Association to which reference is made in the Restated Declaration of Covenants, Conditions and Restrictions for High Pines Patio Home Association, Inc, and any amendment or supplement thereto (hereinafter called the "Declaration" and the definitions and provisions thereof are incorporated herein by this reference as if set forth at length) which has been or will be recorded in the records of the Clerk and Recorder of the County of El Paso, Colorado, and to perform all obligations and duties of the Association and to exercise all rights and powers of the Association.
2. To provide an entity for the furtherance of the interests of all of the Owners, including the Declarant named in the Declaration, with the objectives of establishing and maintaining a project of quality and value; enhancing and protecting its value, desirability and attractiveness; promoting the health, safety and welfare of the residents of said project providing for the operation, administration, use, maintenance, preservation and architectural control of the Patio Homes and Common Area within said project.

*CAJ*  
*1/9/02*

## ARTICLE IV

### Powers

CCIOA

In furtherance of the purposes stated above, this Corporation shall have all of the powers conferred upon corporations not for profit by the statutes and common law of the State of Colorado in effect from time to time, and shall have all rights and powers conferred upon owners' associations by the Colorado Common Interest Ownership Act, as now or hereafter enacted, and shall have all of the powers necessary or desirable to perform the obligations and duties and exercise the rights and powers of the Association under the Declaration which shall include, but not limited to, the following, which shall be subject to the limitations, requirements, restrictions and provisions of the Declaration:

- (a) To 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 Association or its Property;
- (b) To 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, subject to C.R.S. 38-33.3-312.
- (c) To borrow money, and, subject to C.R.S. 38-33.3-312, to mortgage, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;
- (d) To dedicate, convey, sell or transfer all or any part of the Common Area subject to C.R.S. 38-33.3-312
- (e) To participate in mergers, and consolidations with other non-profit corporations organized for the same purposes, and to annex additional residential property and Common Area as provided in the Declaration; subject to C.R.S. 38-33.3-221.
- (f) To manage, control, operate, maintain, repair and improve the project;
- (g) To enforce the covenants, restrictions and conditions affecting the property or any portion thereof to the extent authorized in the Declaration as provided herein;
- (h) To engage in activities which will actively foster, promote and advance the common ownership interests of Owners of Patio Homes, including the interest of the Declarant during its marketing of the project;
- (i) To enter into, make, perform or enforce contracts of every kind and description and to do all other acts necessary, appropriate or advisable in carrying out any purposes of this Association, with or in association with any



person, firm, association, corporation or other entity or agency, public or private, subject to the requirements of the Declaration and C.R.S. 38-33.3-305; including without limitation performance of the Private Detention Basin Maintenance Agreement with the Board of County Commissioners of El Paso County, Colorado. Recorded September 15<sup>th</sup>, 2000 and any common maintenance and management thereunder;

- (j) To adopt, alter and amend or repeal such Bylaws as may be necessary or desirable for the proper management of the affairs of the Association; provided, however, that such Bylaws may not be inconsistent with or contrary to any provisions of these Articles of Incorporation or the Declaration, and to have and exercise any and all powers, rights, and privileges which a Corporation organized under the laws of the State of Colorado may now or hereafter have or exercise.

## ARTICLE V

### Membership

1. This Corporation shall be a membership corporation without certificates or shares of stock. As more fully provided in the Declaration, every person or entity, who is a record owner of a fee or undivided fee interest in any Patio Home which is subject by the Declaration to assessment by the Association, including contract sellers, shall be a member of the Corporation. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation.
2. A membership in this Corporation and the share of a Member in the assets of this Corporation shall not be assigned, encumbered or transferred in any manner except as appurtenant to the transfer of title to the Patio Home to which the membership pertains; provided, however, that the rights of the membership may be assigned to the holder of a mortgage, deed of trust or other security instrument on a Patio Home as further security for a loan secured by a lien on such Patio Home.
3. A transfer of membership shall occur automatically upon the transfer of title to the Patio Home to which the membership pertains; provided however, that the Bylaws of this Corporation may contain reasonable provisions and requirements with respect to recording such transfers on the books and records of this Corporation.
4. Members shall have the right to purchase other Patio Homes and to exercise the membership rights appurtenant thereto as provided in the Declaration.
5. This Corporation may suspend the voting rights of a Member for failing to comply with rules and regulations or the Bylaws of the Association or with any other obligation of the Owners of a Patio Homes under the Declaration. All Members shall be entitled to vote on all matters, except any Member who is in default in any obligation to the Association which shall also subject them

to the remedies set forth in the Declaration or as provided by law or statute. Cumulative voting is prohibited.

6. The Bylaws may contain additional provisions setting forth the rights, privileges, duties and responsibilities of the Members; provided however, the provisions of these Articles of Incorporation and the Bylaws shall be subject to the covenants, terms and provisions of the Declaration which shall control in the event of any conflict, and the provisions of these Articles of Incorporation shall control over any conflicting provisions in the Bylaws.

#### ARTICLE VI Voting Rights

Each Patio Home shall have voting rights based upon the Owner's Proportionate Interest as set forth in the Declaration, and the affirmative vote of a majority based upon all Owners Proportionate Interests shall be required for decisions and action by the Association, unless otherwise provided herein or in the Association's Declaration or Bylaws.

#### ARTICLE VII Board of Directors

1. The business and affairs of the Association shall be conducted, managed and controlled by a Board of Directors. The initial Board of Directors shall consist of three (3) Directors, and thereafter the specific number shall be set forth as provided in the Bylaws of the Corporation, but shall not exceed five (5) Directors. Directors shall be Owners as defined in the Declaration. The number of Directors may be changed by amendment of Bylaws of the Association.
2. Directors shall be elected, replaced and removed and vacancies on the Board of Directors shall be filled in the manner and for the terms as provided in the Bylaws.

#### ARTICLE VIII 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 believes will be in the best interest of the Corporation. The Officers shall have such duties as may be prescribed in the Bylaws of the Corporation and shall serve at the pleasure of the Board of Directors.



ARTICLE IX  
Dissolution, Merger or Consolidation

The corporation may be dissolved, merged or consolidated as provided by C.R.S. 38-33.3-221 but subject to the Declaration. Upon dissolution of the Corporation other than incident to a merger or consolidation, the assets of the Corporation shall be distributed and transferred as the Members may direct, subject to the requirements, limitations and other provisions of the Declaration. In such event, the assets may be granted, conveyed and assigned to any public agency, non-profit corporation, association, trust or other organization to be devoted to purposes similar to those for which this Corporation was created.

ARTICLE X  
Initial Principal Office

The address of the Initial Principal Office of the nonprofit Corporation shall be 19 North Tejon Street, Suite 209, Colorado Springs, CO 80903

ARTICLE XI  
Initial Registered Agent and Registered Office for Service of Process

The name and business address, of the Initial Registered Agent for service of process on the nonprofit Corporation are: David Cook, 19 North Tejon Street, Suite 304E, Colorado Springs, CO 80903.

ARTICLE XII  
Amendment

Amendments to these Articles of Incorporation shall require the consent of Members holding at least sixty-seven percent (67%) of the Proportionate Interest as defined in the Declaration, provided however, that no amendment to these Articles of Incorporation shall be contrary to or inconsistent with the provisions of the Declaration.

ARTICLE XIII  
Nonprofit Purposes

The Corporation is formed under the Colorado Non-Profit Corporation Act and not for pecuniary profit or financial gain. The Corporation is organized and operated to provide for the acquisition, construction, management, maintenance and care of property of the Project as provided in the Declaration.

ARTICLE XIV  
Incorporator

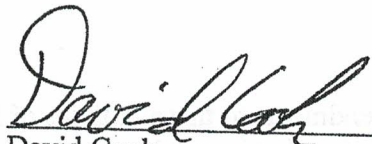
The Incorporator of the nonprofit Corporation is David Cook whose address is 19 North Tejon Street, Suite 304E Colorado Springs, CO 80903.

ARTICLE XV  
Liability and Indemnity of Officers and Directors

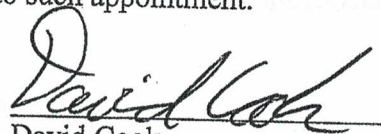
Each officer and director of the corporation, now or hereinafter serving in any such capacity, shall be indemnified by the corporation against any and all claims and liabilities to which he or she has or shall become subject by reason of serving or having served in any such capacity, or by reason of any action alleged to have been taken, omitted, or neglected by him or her in any such capacity, to the fullest extent allowable by law and statute including without limitation the Colorado Nonprofit Corporation Act. The right of indemnification herein provided shall not be exclusive of any rights to which any director or officer of the corporation may otherwise be entitled by law or statute, provided however, this indemnification shall not reduce or impair any insurance coverage. No director or officer shall be personally liable to the corporation or its members except as otherwise provided by the Colorado Nonprofit Corporation Act. .

The name and mailing address of the individual who caused this document to be delivered for filing, and to whom the Secretary of State may deliver notice if filing of this is refused is David Cook whose address is 19 North Tejon Street, Suite 304E Colorado Springs, CO 80903

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Colorado, the undersigned, constituting the Incorporator of this Association, has executed these Articles of Incorporation this 5th day of July, 2002.

  
David Cook

Signature of **Registered Agent** consenting to such appointment.

  
David Cook



OFFICE OF THE SECRETARY OF STATE  
OF THE STATE OF COLORADO

**CERTIFICATE OF FACT OF GOOD STANDING**

I, Jena Griswold, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office,

HIGH PINES PATIO HOME ASSOCIATION, INC.

is a

Nonprofit Corporation

formed or registered on 07/08/2002 under the law of Colorado, has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 20021184394 .

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 07/11/2019 that have been posted, and by documents delivered to this office electronically through 07/12/2019 @ 09:49:30 .

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, and issued this official certificate at Denver, Colorado on 07/12/2019 @ 09:49:30 in accordance with applicable law. This certificate is assigned Confirmation Number 11680141 .



*Jena Griswold*

Secretary of State of the State of Colorado

\*\*\*\*\*End of Certificate\*\*\*\*\*

Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Validate a Certificate page of the Secretary of State's Web site, <http://www.sos.state.co.us/biz/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us/> click "Businesses, trademarks, trade names" and select "Frequently Asked Questions."

