

OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

CERTIFICATE OF DOCUMENT FILED

I, Wayne W. Williams, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office, the attached document is a true and complete copy of the

Articles of Incorporation

with Document # 19871539102 of
SHADOW RIDGE CLUSTER HOMES HOMEOWNERS ASSOCIATION

Colorado Nonprofit Corporation

(Entity ID # 19871539102)

consisting of 10 pages.

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 12/28/2016 that have been posted, and by documents delivered to this office electronically through 12/30/2016@ 11:30:22.

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 12/30/2016 @ 11:30:22 in accordance with applicable law. This certificate is assigned Confirmation Number 9995982



A handwritten signature in blue ink that reads "Wayne W. Williams".

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."

NOT FOR PROFIT

AG: 37

C/O
(NONPROFIT)

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ARTICLES OF INCORPORATION
OF
SHADOW RIDGE CLUSTER HOMES
HOMEOWNERS ASSOCIATION, INC.

AG: 34

The undersigned natural persons, being more than eighteen years of age, acting as incorporators, hereby establish a nonprofit corporation under and by virtue of the Colorado Nonprofit Corporation Act, and adopt the following Articles of Incorporation:

ARTICLE I
NAME

The name of the corporation is the Shadow Ridge Cluster Homes Homeowners Association.

ARTICLE II
EXISTENCE

The corporation shall have perpetual existence.

ARTICLE III
PURPOSES

The nature, objects and purposes for which the corporation is organized, are as follows:

- To acquire the ownership of, and title to, the private common open space, parks, parking lots and common facilities, as more particularly described in a Declaration

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of Covenants, Conditions, Restrictions and Liens of Shadow Ridge Cluster Homes Homeowners Association, Inc. recorded at Reception No. 344354 in the office of the Garfield County Clerk and Recorder, and to provide facilities and equipment used in connection therewith, and to acquire any other tangible personal or real property necessary to properly carry out the intended uses of such property for the benefit of its respective members.

2. To protect, operate and maintain the common open space and parking spaces and equipment necessary or proper for ingress and egress of the members of the corporation to the real estate owned by each of them, subject to such annual or special assessments or charges as may be required for the operation, maintenance or improvement of, or additions to, the parking spaces, and common open space, or any other assets acquired by the corporation, to or for the benefit of the members of the corporation.

3. To maintain the cluster homes constructed on the real property in Garfield County, Colorado, platted as the Amended Plat of Shadow Ridge P.U.D. recorded at Reception No. 309'94 in the office of the Garfield County Clerk and Recorder (hereinafter referred to as "properties"), subject to annual and special assessments or charges for such maintenance, in accordance with the provisions for same set forth in the aforesaid Declaration.

4. To pay taxes, if any, on the property owned by the corporation.

5. To fix assessments to be levied against the properties.

6. To adopt, administer and enforce use restrictions, including architectural control, for the architecture and appearance of the development of the Shadow Ridge Planned Unit Development for the benefit of its respective members on a cooperative basis and in accordance with the provisions of the aforesaid Declaration.

7. To have and exercise, generally, all powers, and to do and perform all the acts which shall or may be necessary or proper to carry out and put into effect the purposes for which the corporation is formed, including all acts, duties and obligations prescribed by the aforesaid Declaration and as provided by law; provided, however, that the enumeration in these Articles of Incorporation of specific powers shall not be construed to limit or restrict in any manner whatsoever the general powers conferred upon nonprofit corporations under the laws of the State of Colorado.

ARTICLE IV

FINANCES

1. No part of the income or net earnings of the corporation shall inure to the benefit of, or be distributable to, any member, director or officer of the

corporation or any other private individual (except that reasonable compensation may be paid for services actually rendered to or for the corporation; and any officer, director, agent or employee, or any other person or corporation may be reimbursed for expenses advanced or incurred for the corporation's benefit, upon authorization of the Board of Directors); provided further, that no director or officer of the corporation, nor any other private individual, shall be entitled to share in any distribution of any of the corporate assets on dissolution of the corporation, or otherwise, except as set forth in Paragraph 2 of this Article V.

2. Upon dissolution of the corporation, all of its assets remaining after payment of liabilities shall be paid over and transferred to one or more exempt organizations as are qualified for exemption from Federal income taxes under Section 501(c) of the Internal Revenue Code, as amended. The proceedings for dissolution shall be conducted in accordance with Article 24, Chapter 31, 1973, C.R.S., as amended.

3. Notwithstanding any other provisions hereof, this corporation shall not conduct or carry on any activities not permitted to be conducted or carried on, nor receive any income which is prohibited by an organization qualified as a homeowners association under the provisions of Section 528 of the Internal Revenue Code of 1954, as amended.

ARTICLE V

MEMBERSHIP AND VOTING RIGHTS

1. The membership and voting rights of the corporation's constituency shall be as set forth in Article III of the aforesaid Declaration and as supplemented by this Article V.

2. The corporation shall issue certificates of membership in accordance with the bylaws.

ARTICLE VI

ASSESSMENTS

1. The Board of Directors of the corporation shall make such assessments in the manner, amount and for the purposes set forth in the aforesaid Declaration. All assessments made by the Board of Directors under the authority of these Articles of Incorporation shall be and become a lien against the certificates of shares of the membership issued to members, and the real estate to which the same become appurtenant, and until the same shall have been paid, any such lien shall be and remain a lien against such certificates and real estate as is set forth in the aforesaid Declaration. The manner of enforcing any such lien shall be as set forth in the aforesaid Declaration and as set forth in the bylaws of the corporation.

ARTICLE VII

REGISTERED AGENT

The address of the initial registered office of the corporation is:

200 Colorado Avenue
Parachute, CO 81635

The name of its initial registered agent at such address is:

Joseph L. Yousem

The business and affairs of such corporation shall be conducted and carried on within the State of Colorado. The principal office of the corporation shall be located as determined and designated by the Board of Directors.

ARTICLE VIII

DIRECTORS

The number of directors constituting the initial Board of Directors of the corporation is three and the names and addresses of the persons who are to serve as directors until the first annual meeting of members, or until their successors shall have been duly elected and qualified, are as follows, to wit:

James S. Cloninger, Pres. - P.O. Box 76, Parachute, CO 81635
Joseph L. Yousem, Vice Pres. - 200 Colorado Ave., Parachute, CO
81635
Lowell J. Torkelson, Secy. - P.O. Box 76, Parachute, CO 81635

ARTICLE IX

INCORPORATOR

The names of the incorporators are:

Lowell J. Terkelson
Joseph L. Yousem
James S. Cloninger

The addresses of the incorporators are set forth
in Article VIII.

ARTICLE X

BYLAWS

The Board of Directors shall adopt, and may amend
from time to time, bylaws for the regulation and government
of its business and affairs.

DATED June 21, _____, 1982.

James S. Cloninger
Joseph L. Yousem
Lowell J. Terkelson, Secy.

State of Colorado)
) ss.
County of Mesa)

I, Rosalie Peterson, a Notary Public in
the County and State aforesaid, do hereby certify that
Lowell J. Tarkenton as
Secretary of "The Association",
who is personally known to me to be the person whose name
is subscribed to the foregoing Articles of Incorporation,
appeared before me this day in person and upon oath to the
truth of the facts therein stated and acknowledged that
he/she signed and delivered said instrument of writing of
his/her free and voluntary act.

Given under my hand and official seal this 21st
day of June, 1983.

My commission expires: March 29, 1987

Rosalie Peterson
Notary Public
Address: 510 Real Mesa Dr.
Grand Junction, CO 81503

State of Colorado)
) ss.
County of Garfield)

I, Robert J. Slentz, a Notary Public in the County and State aforesaid, do hereby certify that James S. Cloninger and Joseph L. Yousem as Incorporators of "The Association", who are personally know to me to be the persons whose names are subscribed to the foregoing Articles of Incorporation, appeared before me this day in person and upon oath to the truth of the facts therein stated and acknowledged that he/she signed and delivered said instrument of writing of his/her free and voluntary act.

Given under my hand and official seal this 21st day of June, 1983.

My commission expires: 1-11-84



Notary Public

Address: 5400 77th - South

Littleton, CO 80120

MAIL TO:
COLORADO SECRETARY OF STATE
CORPORATIONS OFFICE
1560 Broadway, Suite 200
Denver, Colorado 80202
(303) 866-2361

for office use only
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STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH,

DN 539102

SUBMIT ONE
Filing fee \$5.00

This document must be typewritten.

Pursuant to the provisions of the Colorado Corporation Code, the Colorado Nonprofit Corporation Act and the Colorado Uniform Limited Partnership Act of 1981, the undersigned corporation or limited partnership organized under the laws of Colorado submits the following statement for the purpose of changing its registered office or its registered agent, or both, in the state of Colorado:

First: The name of the corporation or limited partnership is: Shadow Ridge Cluster Homes Homeowners Association
Second: the address of its REGISTERED OFFICE is 2717 County Road 215, P. O. Box 76, Parachute, Colorado 81635
Third: The name of its REGISTERED AGENT is Gary R. Morris

Fourth: The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.

Fifth: The address of its place of business in Colorado is Unocal Energy Mining Division 2717 County Road 215 Parachute, CO 81635 (Note 1)

By Gary R. Morris (Note 2)

IMPORTANT! PLEASE READ CAREFULLY!
If you are a not-for-profit corporation or a limited partnership, this form must be notarized. If you are a business (profit) corporation, no notarization is required.

Its president
Its authorized agent
Its registered agent (Note 3)
Its general partner

STATE OF Colorado
COUNTY OF Garfield

Subscribed and sworn to before me this 13th day of April, 1987

My commission expires My Commission Expires Mar. 25, 1991

Jean Ann Koeber
Notary Public (Note 4)
2717 Cnty Rd 215
Address
Parachute, CO 81635

- Notes: 1. Exact name of corporation or limited partnership making the statement.
- 2. Signature and title of officer signing for the corporation must be president or vice-president; for a foreign corporation without such officers, the authorized agent, for a limited partnership, must be a general partner.
- 3. Regarding profit corporations: This statement may be executed by the registered agent when it involves only a registered address change. A copy of this statement has been forwarded to the corporation by the registered agent.
- 4. Signature of notary public must be exactly as shown on notarial seal, and must agree with notarial commission.

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