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DENISE DAVIDSON  
COLORADO SECRETARY OF STATE

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NONPROFIT

**ARTICLES OF INCORPORATION  
OF  
PONDEROSA RANCH  
HOMEOWNERS ASSOCIATION, INC.**

In compliance with the requirements of the Colorado Nonprofit Corporation Act, sections 7-121-101, et seq., C.R.S., the undersigned incorporator, who is a resident of Colorado, and eighteen years of age, does this day voluntarily adopt the following for the purpose of forming a nonprofit corporation and does hereby certify:

**ARTICLE I**  
**NAME**

The name of the corporation is PONDEROSA RANCH HOMEOWNERS ASSOCIATION, INC., hereafter called the "Association."

**ARTICLE II**  
**PRINCIPAL OFFICE**

The principal office of the Association is located at 2786 Harp, Post Office Box 3212, Montrose, Colorado 81401.

**ARTICLE III**  
**INITIAL OFFICER AND REGISTERED AGENT**

Michael Bussing is hereby appointed the initial registered agent of this Association. The initial address of the registered office of the corporation is 2786 Harp, Post Office Box 3212, Montrose, Colorado 81401.

**ARTICLE IV**  
**PURPOSE**

The Association shall be a corporation not for profit and shall be and constitute the Association described in that certain Declaration for Ponderosa Ranch Subdivision to be recorded in the office of the Montrose County Clerk and Recorder (the "Declaration"), as the Declaration may be amended from time to time, the Declaration being incorporated herein as if set forth at length. The Association may exercise all of the powers and privileges, and perform

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all of the duties and obligations of the Association, as is set forth in the Declaration, and all other lawful powers of a nonprofit corporation under the Colorado Nonprofit Corporation Act.

ARTICLE V  
MEMBERSHIP

The Association shall be a membership nonprofit corporation. The members shall be the Owners of Lots in Ponderosa Ranch Subdivision, according to the allocation of memberships defined and provided in the Declaration.

ARTICLE VI  
VOTING RIGHTS

The members shall have one (1) vote for each membership allocated to the Lots under the Declaration. Cumulative voting shall not be permitted.

ARTICLE VII  
BOARD OF DIRECTORS

The affairs of the Association shall be managed initially by a Board of Directors (Board) of three (3) persons who, except for those Board members chosen by the Declarant pursuant to the Declaration, shall be elected from the membership of the Association. The number of members of the Board may be changed by amendment of the Bylaws of the Association. The names and addresses of the persons who are to act in the capacity of the initial members of the Board until the selection of their successors are:

Michael Bussing  
Post Office Box 3212  
Montrose, Colorado 81402

Matt Miles  
Post Office Box 3212  
Montrose, Colorado 81402

Sue Bussing  
Post Office Box 3212  
Montrose, Colorado 81402

ARTICLE VIII  
DISSOLUTION

The Association's assets shall be distributed upon dissolution in accordance with section 7-134-101, et seq., C.R.S., in effect at the time of dissolution.

ARTICLE IX  
LIABILITY

The liability of the Association's directors, officers, employers and agents to the corporation or to its members shall be eliminated to the fullest extent permitted by the laws of the State of Colorado, including, but not limited to, the provisions set forth in sections 7-123-102(1)(r), 7-128-402, and 7-129-101, et seq., C.R.S.

ARTICLE X  
DURATION

The corporation shall exist perpetually.

ARTICLE XI

The (a) name or names, and (b) mailing address or addresses, of any one or more of the individuals who cause this document to be delivered for filing, and to whom the Secretary of State may deliver notice if filing of this document is refused, are:

John A. Siddeek  
Hoskin, Farina, Aldrich & Kampf, P.C.  
Post Office Box 40  
Grand Junction, Colorado 81502

The Colorado Secretary of State may contact the following authorized person regarding this document:

John A. Siddeek  
Hoskin, Farina, Aldrich & Kampf, P.C.  
Post Office Box 40  
Grand Junction, Colorado 81502  
(970) 242-4903

*Causing a document to be delivered to the secretary of state for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that the document is the individual's act and deed or the act and deed of the entity on whose behalf the individual is causing the document to be delivered for filing and that the facts stated in the document are true.*