

ARTICLES OF INCORPORATION
(Nonprofit)

FILED
DONETTA DAVIDSON
COLORADO SECRETARY OF STATE

The undersigned person acting as Incorporator of a corporation under the Colorado Revised Nonprofit Corporation Act, signs and acknowledges the following Articles of Incorporation for such corporation.

FIRST: The name of the corporation is WINDSOR PARK HOMEOWNERS' ASSOCIATION, INC.

SECOND: The address of the initial registered office of the corporation in Colorado is 680 Deer Park Court, Grand Junction, Colorado 81503; and the name of its initial registered agent at such address is Mansel L. Zeck.

THIRD: The period of duration of the corporation is perpetual.

FOURTH: The purpose or purposes for which the corporation is organized shall be to provide for the social welfare of its members and guests; to control the architecture of the members' lots; to manage, maintain, repair and preserve any and all common areas and improvements within the certain tract of property described as WINDSOR PARK SUBDIVISION, City of Fruita, Mesa County, Colorado, all as required or permitted by the Declaration of Covenants, Conditions and Restrictions for Windsor Park, and the Bylaws of the corporation; and to promote a quality standard of living for the members residing within the above described property and any additions thereto as may hereafter be brought within the jurisdiction of the corporation.

FIFTH: In furtherance of the foregoing purposes, the corporation shall have and may exercise all of the rights, powers and privileges now or hereafter conferred upon non profit corporations organized under the laws of Colorado. In addition, it may do everything necessary, suitable, or proper for the accomplishment of any of its corporate purposes and as otherwise set forth in the Declaration of Covenants, Conditions and Restrictions applicable to the property and recorded or to be recorded in the records of Mesa County, Colorado, as the same may be amended from time to time as therein provided, and as permitted by the Colorado Common Interest Ownership Act including, without limitation, those powers set forth at C.R.S. 38-33.3-302.

SIXTH: The corporation will have voting members. The conditions of membership in the corporation, voting rights of members, and the rights and obligations of its members shall be as provided in the Declaration of Covenants, Conditions and

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Restrictions for Windsor Park, the Bylaws of the corporation, and the Colorado Common Interest Ownership Act.

SEVENTH: The numbers of directors constituting the initial board of directors of the corporation is three (3), and the names and addresses of the persons who are to serve as the initial directors are:

NAME	ADDRESS
Mansel L. Zeck	680 Deer Park Court Grand Junction, CO 81503
Daneen M. Zeck	680 Deer Park Court Grand Junction, CO 81503
Marie Elizabeth Montoya	484 Summit View Dr. Grand Junction, CO 81504

EIGHTH: The address of the principal office of the corporation is 680 Deer Park Circle, Grand Junction, Colorado 81503.

NINTH: Upon dissolution of the corporation, other than incident to merger or consolidation, the assets of the corporation shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this corporation was created. In the event such dedication is not accepted in whole or in part, the assets that are not accepted shall be granted, conveyed and assigned to one or more domestic or foreign corporations, societies or organizations engaged in activities similar to those of the corporation or shall otherwise be distributed pursuant to a plan of distribution adopted as provided by the laws of Colorado and as allowed by Section 401(c) of the Internal Revenue Code.

TENTH: Directors of the corporation shall not be liable to the corporation or its members for monetary damages for breach of fiduciary duty as a director; except that the liability of a director to the corporation or its members for monetary damages shall not be eliminated or limited for: any breach of the director's duty of loyalty to the nonprofit corporation or its members; acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; acts specified in C.R.S. 7-128-403 or 7-128-501(2); or any transaction from which the director directly or indirectly derived an improper personal benefit.

