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DENETTA DAVIDSON  
COLORADO SECRETARY OF STATE

## ARTICLES OF INCORPORATION

OF

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SECRETARY OF STATE  
10-03-2003 15:43:22

### DESERT RIDGE CONDOMINIUM ASSOCIATION, INC.

In compliance with the requirements of §7-122-102, C.R.S., as amended, *et seq.*, the undersigned, acting as incorporator of a corporation under the Colorado Revised Nonprofit Corporation Act, hereby adopts the following Articles of Incorporation for such corporation:

#### ARTICLE I NAME

The name of the Corporation shall be Desert Ridge Condominium Association, Inc.

#### ARTICLE II DURATION

The period of duration of this Corporation shall be perpetual.

#### ARTICLE III PURPOSES

The business, objects and purposes for which the Corporation is formed are as follows:

1. To be and constitute the association to which reference is made in the "Condominium Declaration, Desert Ridge Condominiums, hereinafter referred to as the "Declaration," to be recorded in the records of the County Clerk and Recorder of Mesa County, Colorado, pursuant to §38-33.3-201, C.R.S., relating to a condominium ownership project, hereinafter sometimes called "Desert Ridge Condominiums," located in Mesa County, Colorado, and to perform all obligations and duties of the Association and to exercise all rights and powers of the Association, as specified in the Declaration.

2. To provide an entity for the furtherance of the interests of the owners of the Condominium Units in Desert Ridge Condominiums, with the objectives of establishing and maintaining the Desert Ridge Condominiums as a condominium ownership project of the highest possible quality and value and enhancing and protecting its value, desirability and attractiveness.

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## **ARTICLE IV POWERS**

In furtherance of its purposes, but not otherwise, the Corporation shall have all 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 including all the powers necessary or desirable to perform the obligations and duties and exercise the rights and powers of the Association under the Declaration which include, but are not limited to, the following:

1. To make and collect assessments against members of the Association for the purpose of defraying the costs, expenses (including the expenses incurred in exercising its powers or of performing its functions) and any losses of the Corporation.
2. To manage, control, operate, maintain, repair and improve the Project as defined in the Declaration.
3. To enforce covenants, restrictions or conditions to the extent so authorized under the Declaration and to enforce rules and regulations adopted by Desert Ridge Condominiums as authorized in the Declaration.
4. To engage in activities which will actively foster, promote and advance the interests of the owners of Condominium Units in Desert Ridge Condominiums.

## **ARTICLE V MEMBERSHIPS**

1. This Corporation shall be a membership corporation without certificates or shares of stock. There shall be one class of membership and there shall be one membership in the Corporation for each Condominium Unit, as defined in the Declaration. The owner or owners of a Condominium Unit shall hold and share the membership related to that Condominium Unit in the same proportionate interest and by the same type of tenancy in which the title to the Condominium Unit is held provided always that there shall be only one membership per Condominium Unit. No person or entity other than owner of a Condominium Unit may be a member of the Corporation.
2. Each membership shall have the vote as is set forth in the Declaration of all matters on which members are entitled to vote.
3. Each membership in the Corporation and the share of a member in the assets of the Corporation shall not be assigned, encumbered or transferred in any manner except as an appurtenance to transfer of title to the Condominium Unit to which the membership pertains; provided, however, that the rights of membership may be assigned to the holder of mortgage, deed of trust, or other security instrument on a Condominium Unit as further security for a loan secured by a lien on such Condominium Unit.

4. A transfer of membership shall occur automatically upon the transfer of title to the Condominium Unit to which the membership pertains; provided, however, that the Bylaws of the Corporation may contain reasonable provisions and requirements with respect to recording such transfers on the books and records of the Corporation.

5. Members shall have no pre-emptive right to purchase other Condominium Units or the memberships appurtenant thereto. The Corporation shall have the right to purchase Condominium Units if so provided in the Declaration.

6. The Corporation may suspend the voting rights of a member for failure to comply with the rules and regulations of the Corporation or with any other obligations of the owners or any Condominium Unit under the Declaration.

7. The Bylaws may contain provisions, not inconsistent with the foregoing, setting forth the rights, privileges, duties and responsibilities of the members.

## **ARTICLE VI BOARD OF DIRECTORS**

1. The business and affairs of the Corporation shall be conducted, managed and controlled by a Board of Directors. The Board of Directors shall consist of not less than three nor more than five members, the specific number to be set forth from time to time in the Bylaws of the Corporation. In the absence of any provisions in the Bylaws, the Board shall consist of three members of the Corporation or residents of the State of Colorado.

2. Members of the Board of Directors shall be at the annual meeting of the members in the manner determined by the Bylaws. In all elections for directors, cumulative voting shall be required.

3. Directors may be removed and vacancies of the Board of Directors shall be filled in the manner to be provided by the Bylaws.

4. The Board of Directors may, by resolution, create an Executive Committee of the Board. The number of members of the Executive Committee and the person who shall be members thereof shall be determined by the Board of Directors consistent with applicable law. Unless limited by resolution of the Board or by applicable law, the Executive Committee shall have all of the powers of the Board to arrange and direct all of the business affairs of the corporation and, whenever action is required to be taken by the Executive Committee it shall be deemed to have been taken by the Board of Directors.

5. The names and addresses of the members of the first Board of Directors who shall serve until the first election of directors and until their successors are duly elected and qualified, are as follows:

Name	Address
Dean Pasqualetto	373 Ridges Blvd, #212 Grand Junction, CO 81503
Shirley Kalmbach	373 Ridges Blvd Grand Junction, CO 81503
Carolyn Latham	373 Ridges Blvd, #106 Grand Junction, CO 81503
Gerald Halpin	373 Ridges Blvd, #113 Grand Junction, CO 81503
Janet Garber	2902 Bonita Grand Junction, CO 81504

Any vacancies in the Board of Directors occurring before the first election of directors shall be filled by the remaining directors.

## **ARTICLE VII 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 VIII CONVEYANCE AND ENCUMBRANCES**

Corporation property may be conveyed or encumbered by authority of the Board of Directors or the Executive Committee of the Board or such other person or persons to whom such authority may be delegated by resolution of the Board or the Executive Committee of the Board. Conveyances or encumbrances shall be by a Secretary or an Assistant Secretary, or executed by such other person or persons to whom such authority may be delegated by the Board or Executive Committee of the Board.

## **ARTICLE IX INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of the Corporation shall be 373 Ridges Blvd, Grand Junction, Colorado 81503. The initial registered agent at such office shall be Shirley Kalmbach.

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**ARTICLE X  
PRINCIPAL PLACE OF BUSINESS**

The initial principal place of business of the Corporation shall be at 373 Ridges Blvd, Grand Junction, CO 81503. The principal place of business of the Corporation may be changed in the manner provided by law.

**ARTICLE XI  
DISSOLUTION**

In the event of dissolution of the Corporation, either voluntarily by the Members hereof, by operation of law, or otherwise, then the assets of the Corporation shall be deemed to be owned by the members in proportion to each member's ownership of the common elements of the condominium community.

**ARTICLE XII  
INCORPORATION**

The incorporator of this Corporation and her address is as follows:

Patricia L. Cookson  
P. O. Box 398  
Grand Junction, CO 81503

**ARTICLE XIII  
AMENDMENTS**

Amendments to these Articles of Incorporation shall be adopted, if at all, in the manner set forth in the Bylaws; provided, however, that no amendment to these Articles of Incorporation shall be contrary to or inconsistent with the provisions of the Declaration.

**ARTICLE XIV  
MISCELLANEOUS**

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 document is refused is:

Patricia L. Cookson, P. O. Box 398, Grand Junction, CO 81502.