

NONPROFIT

ARTICLES OF INCORPORATION

OF

951006010 \$50.00

**THE HELM AT FOUNTAINHEAD
HOMEOWNERS ASSOCIATION, INC.**SECRETARY OF STATE
01-17-95 12:46

In compliance with the requirements of Article 7, Title 20, Section 101, C.R.S., as amended, et seq., the undersigned, acting as incorporator of a corporation under the Colorado Nonprofit Corporation Act, hereby adopts the following Articles of Incorporation for such corporation:

**ARTICLE I
NAME**

The name of the corporation is The Helm at Fountainhead Homeowners Association, Inc. hereinafter called the "Association."

**ARTICLE II
REGISTERED OFFICE AND PRINCIPAL PLACE OF BUSINESS**

The registered office and principal place of business of the Association is located at 2818½ North Avenue, Grand Junction, CO 81501.

**ARTICLE III
REGISTERED AGENT**

Bruce Milyard, whose address is 2818½ North Avenue, Grand Junction, CO 81501, is hereby appointed the initial registered agent of this Association.

**ARTICLE IV
PURPOSE AND POWERS OF THE ASSOCIATION**

1. This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the real property described as:

The Helm at Fountainhead Subdivision,
Mesa County, Colorado

and to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

a. exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set



forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration," applicable to the property and recorded or to be recorded in the Office of the Clerk and Recorder, Mesa County, Colorado, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

b. 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 property of the Association;

c. 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;

d. borrow money, and with the assent of five-sevenths (5/7) of each class of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

e. dedicate, sell or transfer all or any part of any Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members;

f. participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area;

g. have and to exercise any and all powers, rights and privileges which a corporation organized under the Nonprofit Corporation Law of the State of Colorado by law may now or hereafter have or exercise.

2. No part of the income or net earnings of the corporation shall be distributable to or inure to the benefit of its members, directors, officers or any individual; provided, however, that reasonable compensation may be paid for any services rendered to the corporation, and payments and distributions may be made in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the corporation shall be carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of the Articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income taxation under the provisions, applicable to this

corporation, of Section 501(c) of the Internal Revenue Code of 1954, as amended, (or the corresponding provision of any future United States or Colorado law).

3. In the event of dissolution of the corporation, the property and assets thereof remaining, after providing for all obligations and liabilities of the corporation, shall then be disposed of exclusively for the purposes of the corporation in such manner, or to such organization or organizations exempt from taxation under Section 501(c) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States or Colorado law), as shall be determined by the Board of Directors.

ARTICLE V MEMBERSHIP

4. Every person or entity who is a record owner of a fee or undivided fee interest in any property which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

ARTICLE VI VOTING RIGHTS

5. Members shall be all Owners, and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

ARTICLE VII BOARD OF DIRECTORS

6. The affairs of this Association shall be managed by a Board of not less than three Directors. The number of directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

NAME	ADDRESS
Bruce Milyard	2818½ North Avenue Grand Junction, CO 81501
Toni Milyard	2818½ North Avenue Grand Junction, CO 81501
J. Richard Livingston	2808 North Avenue Grand Junction, CO 81501

**ARTICLE VIII
DISSOLUTION**

7. The Association may be dissolved with the assent given in writing and signed by not less than five-sevenths (5/7) of the members. Upon dissolution of the Association, other than incident to merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

**ARTICLE IX
DURATION**

The corporation shall exist perpetually.

**ARTICLE X
AMENDMENTS**

Amendments of these Articles shall require the assent of seventy-five percent (75%) of the entire membership.

**ARTICLE XI
INCORPORATOR**

The name and address of the incorporator is:

J. Richard Livingston
P.O. Box 398
Grand Junction, CO 81502

**ARTICLE XII
CONSENT OF AGENT**

The undersigned hereby consents to be appointed as the initial registered agent of The Helm at Fountainhead Homeowners Association, Inc.



Bruce Milyard

STATE OF COLORADO)
) ss.
COUNTY OF M E S A)

I, the undersigned, a notary public, hereby certify that on the 14th day of January, 1995, the above named registered agent personally appeared before me and being by me first duly sworn

declared that he is the person who signed the foregoing document as registered agent, and that the statements therein contained are true.

WITNESS my hand and official seal.

My commission expires:



Joan L Carrico
Notary Public

My Commission expires

October 24, 1998

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Colorado, I, the undersigned incorporator of this Association, have executed these Articles of Incorporation this 11th day of January, 1995.

Richard Livingston
J. Richard Livingston

STATE OF COLORADO)
) ss.
COUNTY OF M E S A)

I, the undersigned, a notary public, hereby certify that on the 11th day of January, 1995, the above named incorporator personally appeared before me and being by me first duly sworn declared that he is the person who signed the foregoing document as incorporator, and that the statements therein contained are true.

WITNESS my hand and official seal.

My commission expires:



Joan L Carrico
Notary Public

My Commission expires
October 24, 1998

DEPARTMENT OF STATE
1560 Broadway - Suite 200
Denver, Colorado 80202

~~NATALIE MEN~~
Secretary of State

Administration 894-2200
Corporations 894-2251
Uniform Commercial Code 894-2200
Elections 894-2680
Licensing & Enforcement 894-2680
TDD 894-2389
FAX 894-2242



Your Articles of Incorporation, Articles of Organization, Application for Authority or Certificate of Limited Partnership have been accepted and filed. The enclosed copy of your filed document, stamped "Filed" and containing the file number and date and time of acceptance is your evidence of incorporation, organization or authority to transact business in this state.

As a corporation or limited liability company, you are required to continuously maintain both a Registered Agent and a Registered Office in Colorado. The sole function of the registered agent is to personally accept service of process on behalf of your business and forward the summons, complaint or other documents to the corporation or limited liability company. It is imperative that the corporation or limited liability company keep the Secretary of State apprised of the current name and address of the registered agent. Any change of agent or office requires the filing of a statement to that effect. Upon notice by the Secretary of State that a corporation is without a registered agent, a corporation must appoint a registered agent within sixty days or it will be administratively dissolved.

Every corporation and limited liability company is required to file a report every other year. Report forms will be mailed to the corporation or limited liability company in the month in which the business filed its papers with the Secretary of State. The report is due back to the Secretary of State at the end of the second calendar month following the month in which the report was mailed. For corporations incorporated in January, the corporate report is due by the end of March, etc. Corporations and limited liability companies organized in even years will receive the report form in even years. Corporations and limited liability companies formed in odd numbered years will be required to file in odd numbered years. The report will be mailed to the registered agent at the registered office shown on the records of the Secretary of State.

If you are in need of any further service, please contact us. Our office hours are from 8:30 a.m. to 5:00 p.m., Monday through Friday. Our telephone number is (303) 894-2251. Our fax number is (303) 894-2242.

Please accept our best wishes for success in your new venture.

MARKETING

- What is your product?
- What is your market?
- Do you have a marketing plan?
- How are you going to distribute your product?
- How are you going to advertise?
 - Yellow Pages
 - Radio/Television, have you thought about cable tv?
 - Business cards/signage
 - Networking
 - Telephone lines - Business lines are more expensive than personal lines

LOCAL REGULATORY ENVIRONMENT

- Zoning - Is the local zoning appropriate for your business use?
- City/County business licenses - Contact City hall/County offices
- Special licenses for certain kinds of business - contact city hall
 - Will you serve liquor? - Obtain liquor license from city hall
 - Will you serve food? - Contact local/state health department
 - Will you provide public accommodations? - Contact health department

INSURANCE

- Liability
- Fire and Premises
- Auto
- Glass
- Business interruption
- Crime
- Officer and Director Liability
- Products liability

STATE REGULATORY ENVIRONMENT

- Will you be in one of the businesses listed on page 4?
- Will you serve liquor? - Contact Department of Revenue
- Will your business be regulated by the Public Utilities Commission?
- Will you buy or sell wholesale? Contact Department of Revenue?

FEDERAL REGULATORY ENVIRONMENT

- Minimum wage laws - Do you know how much you have to pay your employees?
- EEO - Anti-discrimination laws may affect your business
- ADA - Have you complied with the Americans with Disabilities Act?
- Will your business generate hazardous waste or materials?
- Will your business generate smoke or air pollution?
- Will your business discharge industrial waste into the water supply?
- Does your business involve the sale or use of firearms, explosives or fireworks?
Contact your local fire department or the Bureau of Alcohol, Tobacco and Firearms
- Does the work environment involve hazardous conditions which could cause injury or death to employees? Contact OSHA