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Articles of Incorporation for a Nonprofit Corporation

filed pursuant to §7-90-301, et seq. and §7-122-101 of the Colorado Revised Statutes (C.R.S)

1. Entity name:

Wine Valley Estates Homeowners Association, Inc.

(The name of a nonprofit corporation may, but need not, contain the term or abbreviation "corporation", "incorporated", "company", "limited", "corp.", "inc.", "co." or "ltd." §7-90-601, C.R.S.)

2. Use of Restricted Words *(if any of these terms are contained in an entity name, true name of an entity, trade name or trademark stated in this document, mark the applicable box):*

- "bank" or "trust" or any derivative thereof
- "credit union" "savings and loan"
- "insurance", "casualty", "mutual", or "surety"

3. Principal office street address:

3736 Christensen Court

(Street name and number)

Grand Junction

(City)

CO

(State)

81506

(Postal/Zip Code)

United States

(Country – if not US)

(Province – if applicable)

4. Principal office mailing address:
 (if different from above)

(Street name and number or Post Office Box information)

(City)

(State)

(Postal/Zip Code)

(Province – if applicable)

(Country – if not US)

5. Registered agent: (if an individual):

Christensen

(Last)

Michael

(First)

F.

(Middle)

(Suffix)

OR (if a business organization):

6. The person appointed as registered agent in the document has consented to being so appointed.

7. Registered agent street address:

3736 Christensen Court

(Street name and number)

Grand Junction

(City)

CO

(State)

81506

(Postal/Zip Code)

8. Registered agent mailing address:
 (if different from above)

(Street name and number or Post Office Box information)

(City) *(State)* *(Postal/Zip Code)*

(Province – if applicable) *(Country – if not US)*

9. If the corporation's period of duration is less than perpetual, state the date on which the period of duration expires:

(mm/dd/yyyy)

10. (Optional) Delayed effective date:

(mm/dd/yyyy)

11. Name(s) and address(es) of incorporator(s): (if an individual)

Teske **Andrew** **H.**

(Last) *(First)* *(Middle)* *(Suffix)*

OR (if a business organization)

200 Grand Avenue, Suite 400

(Street name and number or Post Office Box information)
Post Office Box 40

Grand Junction **CO** **81502**

(City) *(State)* *(Postal/Zip Code)*
United States

(Province – if applicable) *(Country – if not US)*

(if an individual)

(Last) *(First)* *(Middle)* *(Suffix)*

OR (if a business organization)

(Street name and number or Post Office Box information)

(City) *(State)* *(Postal/Zip Code)*
United States

(Province – if applicable) *(Country – if not US)*

(if an individual)

(Last) *(First)* *(Middle)* *(Suffix)*

OR (if a business organization)

(Street name and number or Post Office Box information)

(City) *(State)* *(Postal/Zip Code)*
United States

(Province – if applicable) *(Country – if not US)*

(If more than three incorporators, mark this box and include an attachment stating the names and addresses of all incorporators.)

12. The nonprofit corporation is formed under the Colorado Revised Nonprofit Corporation Act.
13. The corporation will **OR** will not have voting members.
14. A description of the distribution of assets upon dissolution is attached.
15. Additional information may be included pursuant to §7-122-102, C.R.S. and other organic statutes. If applicable, mark this box and include an attachment stating the additional information.

Notice:

Causing this 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 that the individual in good faith believes the document is the act and deed of the person on whose behalf the individual is causing the document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S., the constituent documents, and the organic statutes, and that the individual in good faith believes the facts stated in the document are true and the document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the secretary of state, whether or not such individual is named in the document as one who has caused it to be delivered.

16. Name(s) and address(es) of the individual(s) causing the document to be delivered for filing:

Teske	Andrew	H.	
<i>(Last)</i>	<i>(First)</i>	<i>(Middle)</i>	<i>(Suffix)</i>
200 Grand Avenue, Suite 400			
<i>(Street name and number or Post Office Box information)</i>			
Post Office Box 40			
Grand Junction	CO	81502	
<i>(City)</i>	<i>(State)</i>	<i>(Postal/Zip Code)</i>	
	United States		
<i>(Province – if applicable)</i>	<i>(Country – if not US)</i>		

(The document need not state the true name and address of more than one individual. However, if you wish to state the name and address of any additional individuals causing the document to be delivered for filing, mark this box and include an attachment stating the name and address of such individuals.)

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**WINE VALLEY ESTATES
HOMEOWNERS ASSOCIATION, INC.**

The following additional provisions are included in the Articles of Incorporation of Wine Valley Estates Homeowners Association, Inc. (the Association) as their integral part:

ARTICLE I
PURPOSE

The Association shall be a nonprofit corporation and shall be and constitute the Association described in that certain Declaration for Wine Valley Estates Subdivision, (Declaration), recorded or to be recorded in the office of the Mesa County, Colorado Clerk and Recorder, as the Declaration may be amended from time to time. The Declaration is incorporated herein as if fully set forth in these Articles. Any terms defined in the Declaration shall have the same meaning when used in these Articles.

ARTICLE II
MEMBERSHIP

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

ARTICLE III
VOTING RIGHTS

The members shall have one (1) vote for each membership allocated to the Lots under the Declaration.

ARTICLE IV
DISSOLUTION

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

ARTICLE VI
LIABILITY

There shall be no personal liability, either direct or indirect, of any director or officer of the Association to the Association or its members, for monetary damages for any breach of fiduciary duty as a director or officer to the fullest extent permitted by law. This provision is effective on the date of incorporation of the Association, and shall not eliminate or limit the liability of a director or officer to the Association or to its members for monetary damages for any act or omission occurring prior to such date. However, this provision shall not limit the rights of directors or officers of the Association for indemnification or other assistance from the Association, and the Association shall provide indemnification either directly or indirectly through insurance policies or otherwise, to the fullest extent permitted by law, for any person who serves as a director, officer, employee or agent of the Association against liabilities and expenses such person incurs in connection with holding such position. Also, this provision shall not restrict or otherwise diminish the provisions of section 13-21-116(2)(b), C.R.S., as amended, or any other law that would limit or eliminate liabilities. Any repeal or modification of this Article by the members, or any repeal or modification of the provisions of the Colorado Revised Nonprofit Corporation Act which permits the limitation or elimination of liability of directors or officers, shall not adversely affect any elimination of liability, or any right or protection, for any breach, act, omission or transaction that occurred prior to the time of such repeal or modification.