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### Articles of Incorporation for a Nonprofit Corporation

filed pursuant to § 7-122-101 and § 7-122-102 of the Colorado Revised Statutes (C.R.S.)

1. The domestic entity name for the nonprofit corporation is Thunder Valley Homeowners Association, Inc.

*(Caution: The use of certain terms or abbreviations are restricted by law. Read instructions for more information.)*

2. The principal office address of the nonprofit corporation's initial principal office is

Street address 637 North Avenue  
*(Street number and name)*

Grand Junction CO 81501  
*(City) (State) (ZIP/Postal Code)*

United States  
*(Province – if applicable) (Country)*

Mailing address  
**(leave blank if same as street address)**

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

(City) (State) (ZIP/Postal Code)  
*(Province – if applicable) (Country)*

3. The registered agent name and registered agent address of the nonprofit corporation's initial registered agent are

Name  
(if an individual)

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

**OR**

(if an entity) Bray Property Management  
*(Caution: Do not provide both an individual and an entity name.)*

Street address 637 North Avenue  
*(Street number and name)*

Grand Junction CO 81501  
*(City) (State) (ZIP Code)*

Mailing address

(leave blank if same as street address)

\_\_\_\_\_  
(Street number and name or Post Office Box information)

\_\_\_\_\_  
(City)

CO  
(State)

\_\_\_\_\_  
(ZIP Code)

(The following statement is adopted by marking the box.)

☒ The person appointed as registered agent above has consented to being so appointed.

4. The true name and mailing address of the incorporator are

Name

(if an individual)

\_\_\_\_\_  
(Last)

\_\_\_\_\_  
(First)

\_\_\_\_\_  
(Middle)

\_\_\_\_\_  
(Suffix)

**OR**

(if an entity)

Thunder Valley, LLC

(**Caution:** Do not provide both an individual and an entity name.)

Mailing address

244 North 7th Street

(Street number and name or Post Office Box information)

Grand Junction

(City)

CO

(State)

81501

(ZIP/Postal Code)

United States

(Country)

(Province – if applicable)

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

☐ The corporation has one or more additional incorporators and the name and mailing address of each additional incorporator are stated in an attachment.

5. (If the following statement applies, adopt the statement by marking the box.)

☒ The nonprofit corporation will have voting members.

6. Provisions regarding the distribution of assets on dissolution:

see attached additional provisions

7. (If the following statement applies, adopt the statement by marking the box and include an attachment.)

☒ This document contains additional information as provided by law.

8. (**Caution:** *Leave blank if the document does not have a delayed effective date. Stating a delayed effective date has significant legal consequences. Read instructions before entering a date.*)

(If the following statement applies, adopt the statement by entering a date and, if applicable, time using the required format.)

The delayed effective date and, if applicable, time of this document is/are \_\_\_\_\_.  
(mm/dd/yyyy hour:minute am/pm)

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9. The true name and mailing address of the individual causing the document to be delivered for filing are

|                                                         |           |                   |          |
|---------------------------------------------------------|-----------|-------------------|----------|
| Gower                                                   | Nicholas  | H.                |          |
| (Last)                                                  | (First)   | (Middle)          | (Suffix) |
| 200 Grand Avenue, Suite 400                             |           |                   |          |
| (Street number and name or Post Office Box information) |           |                   |          |
| Post Office Box 40                                      |           |                   |          |
|                                                         |           |                   |          |
| Grand Junction                                          | CO        | 81502             |          |
| (City)                                                  | (State)   | (ZIP/Postal Code) |          |
| United States                                           |           |                   |          |
| (Province – if applicable)                              | (Country) |                   |          |

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

☐ This document contains the true name and mailing address of one or more additional individuals causing the document to be delivered for filing.

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**ADDITIONAL PROVISIONS TO  
ARTICLES OF INCORPORATION  
OF  
THUNDER VALLEY HOMEOWNERS ASSOCIATION, INC.**

**PURPOSE**

The Association shall be a nonprofit corporation and shall be and constitute the Association described in that certain Declaration of Covenants, Conditions and Restrictions for Thunder Valley Subdivision (“Declaration”), to be recorded in the office of the Mesa County Clerk and Recorder, as the Declaration may be amended from time to time. Any terms defined in the Declaration shall have the same meaning when used in these Articles.

**MEMBERSHIP**

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

**VOTING RIGHTS**

Each member shall have such votes as are allocated to the Lots under the Declaration.

**BOARD OF DIRECTORS**

The affairs of the Association shall be managed by a Board of Directors (“Board”) of three (3) persons who shall be elected from the membership of the Association, unless otherwise provided in the Declaration.

**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 statute in effect at the time of dissolution.

## LIMITED LIABILITY OF DIRECTORS AND OFFICERS

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 to 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 the foregoing provisions of this paragraph by the members, or any repeal or modification of the provisions of the Colorado Revised Nonprofit Corporation Act that 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.