

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
LYNWOOD SUBDIVISION HOMEOWNERS ASSOCIATION, INC.**

In compliance with the requirements of C.R.S. §7-121-101 *et seq.*, and with the Articles of Incorporation of Lynwood Subdivision Homeowners Association, Inc. (“Original Articles”) filed on November 5, 1979, and recorded with the Mesa County Clerk and Recorded on December 6, 1979 under Reception No. 1209886, the members of the Lynwood Subdivision Homeowners Association, Inc (“Association”) have voted to approve these Amended and Restated Articles of Incorporation for Lynwood Subdivision Homeowners Association, Inc. (“Amended and Restated Articles”) by assent and affirmative vote of 67% of the allocated interests in the Association.

These Amended and Restated Articles shall replace the Original Articles in their entirety.

**ARTICLE I
INCORPORATION, NAME, PRINCIPAL OFFICE, AND REGISTERED AGENT**

Section 1.1 Incorporation. The Association is incorporated pursuant to the Colorado Revised Nonprofit Corporation Act, C.R.S. §7-121-101 *et seq.* The Association shall exist perpetually.

Section 1.2 Name. The name of the corporation is Lynwood Subdivision Homeowners Association, Inc., hereafter called the “Association.”

Section 1.3 Principal Office. The principal office of the Association is located at 2784 Grant Court, Grand Junction, Colorado, 81503. The mailing address of the Association is P.O. Box 3213, Grand Junction, Colorado 81502.

Section 1.4 Registered Agent. The registered agent for the Association is Linda Garcia, 2784 Grand Court, Grand Junction, Colorado 81503.

Section 1.5. Changes. The name, principal office address, mailing address, and registered agent for the Association may be modified or changed from time to time by the Board of Directors of the Association.

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

Section 2.1. Not-For-Profit Status. The Association does not contemplate pecuniary gain or profit to the members thereof.

Section 2.2 Purposes of the Association. The specific purposes for which the Association is formed are to:

- (a) provide for the operation and management of the property and affairs of the Lynwood Subdivision, which is established as a common interest community

as that term is defined in the Colorado Common Ownership Interest Act, C.R.S. §38-33.3-103(8), and the real property of which is legally described as follows:

All of Lynwood Subdivision, as per plat recorded in Book 12 at page 152, in the records of the Clerk and Recorder of Mesa County, Colorado

(the “Subdivision”); and

- (b) exercise all of the powers and privileges and perform all the duties and obligations of the Association as set forth in that certain Amended and Restated Declaration of Covenants, Conditions and Restrictions for Lynwood Subdivision, recorded in the records of the Mesa County Clerk and Recorder (“Amended and Restated Declaration”), as the same may be amended from time to time as therein provided; and
- (c) exercise all of the powers and privileges and perform all the duties and obligations of an Association for the Subdivision as authorized by and provided in the Colorado Common Interest Ownership Act, C.R.S. §38-33.3-101 *et. seq.*; and
- (d) have and exercise any and all powers, rights, and privileges which a corporation organized under the Colorado Nonprofit Corporation Act may now or hereafter have or exercise; and
- (e) have and exercise any and all powers, rights, privileges, and perform all acts prescribed by the Bylaws of the Association, as established and amended by the Board of Directors from time to time in accordance therewith.

**ARTICLE III
MEMBERSHIP AND VOTING RIGHTS**

Membership and voting rights in the Association shall be as established in the Amended and Restated Declaration. The Association shall have one class of voting membership.

**ARTICLE IV
BOARD OF DIRECTORS**

The affairs of the Association shall be managed by a Board of Directors. The number and selection of the Board of Directors shall be as provided in the Bylaws of the Association. As of the date of the filing of these Amended and Restated Articles, the Board of Directors consists of five persons, whose names and addresses are:

NAME: _____ ADDRESS: _____

Jeff Welch

2610 Birch St. Grand Junction, CO 81506

Tabitha Bradford

2778 ½ Grant CT Grand Junction, CO 81503

**ARTICLE V
MEETINGS**

Annual and special meetings of the members and of the Board of Directors shall be called, noticed, and held in accordance with the Bylaws of the Association, as amended from time to time in accordance therewith.

**ARTICLE VI
AMENDMENTS**

Amendment of these Articles shall require the assent of a majority of the Board of Directors.

**ARTICLE VII
DISSOLUTION**

The Association may be dissolved in accordance with the provisions of the Amended and Restated Declaration. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be distributed in accordance with C.R.S. §38-33.3-218.

IN WITNESS WHEREOF, the undersigned officers of the Association have executed these Amended and Restated Articles of Incorporation this _____ day of _____, 2025.

LYNWOOD SUBDIVISION HOMEOWNERS ASSOCIATION, INC.

By: _____
Jeff Welch, President

By: _____
Tabitha Bradford, Treasurer

CERTIFICATION OF MEMBER APPROVAL:

Pursuant to the Original Articles, the affirmative vote of 75% of the Members was required to amend the Articles of Incorporation. However, because the Original Articles effectively include and constitute a declaration of covenants, conditions and restrictions running with the real property platted as Lynwood Subdivision, C.R.S. §38-33.3-217(1)(a)(I) governs the amendment of the Original Articles. That law provides as follows:

Any provision in the declaration that purports to specify a percentage larger than sixty-seven percent is hereby declared void as contrary to public policy, and, until amended, such provision shall be deemed to specify a percentage of sixty-seven percent.

By signing below, the officers of the Association hereby certify that these Amended and Restated Articles of Incorporation are approved and adopted this ____ day of _____, 2025, by the affirmative “yes” vote of at least 67% of the members of the Association.

LYNWOOD SUBDIVISION HOMEOWNERS ASSOCIATION, INC.

By: _____
Jeff Welch, President

By: _____
Tabitha Bradford, Treasurer

DRAFT