

NOT FOR PROFIT

BOOK 1233 PAGE 874

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SECRETARY OF STATE  
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LYNWOOD SUBDIVISION HOMEOWNERS ASSOCIATION, INC.

In compliance with the requirements of Colorado Revised Statutes, 1973, Title 7, Article 20, the undersigned, all of whom are residents of Mesa County, Colorado, and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

The name of the corporation is LYNWOOD SUBDIVISION HOMEOWNERS ASSOCIATION, INC., hereafter called the "Association".

ARTICLE II

The principal office and registered office of the Association is located at 3026 "F" Road, Grand Junction, Colorado, 81501.

ARTICLE III

Thomas M. Wilkinson, whose address is 3026 "F" Road, Grand Junction, Colorado, 81501, is hereby appointed the initial registered agent of this Association.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

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 the maintenance and operation of an underground irrigation water system within that certain tract of property described as:

All of Lynwood Subdivision, as per plat recorded in Book 12 at Page 152, in the office of the Clerk and Recorder of Mesa County, Colorado, hereinafter referred to as the "Properties".

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:

STATE OF COLORADO, COUNTY OF MESA  
RECORDED AT 12:40 P.M. BY CLERK A  
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DEC 6 1979  
CLERK OF RECORDS

(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 Mesa County Clerk and Recorder 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 two-thirds (2/3) 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) Participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

(f) Have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Colorado by law may now or hereafter have or exercise.

ARTICLE V

MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any lot 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

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners, with the exception of the Declarant, 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 the owners determine, but in no event shall more than one vote be cast with respect to any lot.

Class B. The Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- (a) When the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or
- (b) on November 1, 1982.

## ARTICLE VII

## BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of not less than three (3) nor more than nine (9) directors, who need not be members of the Association. 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:

<u>NAME</u>	<u>ADDRESS</u>
Thomas M. Wilkinson	654 - 29½ Road Grand Junction, Colorado 81501
Douglas F. Muth	664 - 29½ Road Grand Junction, Colorado 81501
Jack D. Payne	2951 Cedar Place Grand Junction, Colorado 81501

At the first annual meeting the members shall elect one director for a period of one year, one director for a period of two years and one director for a term of three years, and at each annual meeting thereafter the members shall elect one director for a term of three years.

## ARTICLE VIII

## DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the Association, other than incident to a 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 non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

## ARTICLE IX

## DURATION

The corporation shall exist perpetually.

ARTICLE X  
AMENDMENTS

Amendment of these Articles shall require the assent of 75 percent (75%) of the entire membership.

ARTICLE XI  
FHA/VA APPROVAL

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: Annexation of additional properties, mergers and consolidations, dissolution and amendment of these Articles.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Colorado, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this 22<sup>nd</sup> day of October, 1979.

Thomas M. Wilkinson  
Thomas M. Wilkinson  
654 29<sup>th</sup> Road  
Grand Junction, Colorado 81501

Douglas F. Muth  
Douglas F. Muth  
654 29<sup>th</sup> Road  
Grand Junction, Colorado 81501

Jack D. Payne  
Jack D. Payne  
2951 Cedar Place  
Grand Junction, Colorado 81501

STATE OF COLORADO )  
COUNTY OF MESA ) ss.

The foregoing instrument was acknowledged before me this 22<sup>nd</sup> day of October, 1979, by Thomas M. Wilkinson, Douglas F. Muth and Jack D. Payne, incorporators of Lynwood Subdivision Homeowners Association, Inc.

Witness my hand and official seal.  
My Commission Expires: April 14, 1981

Teresa M. Stagner  
Notary Public

