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Colorado Secretary of State
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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 Harman Park Owners 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

387 West Golf Place

(Street number and name)

Pagosa Springs

(City)

CO

(State)

81147

(ZIP/Postal Code)

United States

(Country)

Mailing address

(leave blank if same as street address)

P.O. Box 4385

(Street number and name or Post Office Box information)

Pagosa Springs

(City)

CO

(State)

81147

(ZIP/Postal Code)

United States

(Country)

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

Name

(if an individual)

Keuning

(Last)

Bruce

(First)

(Middle)

(Suffix)

OR

(if an entity)

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

Street address

387 West Golf Place

(Street number and name)

Pagosa Springs

(City)

CO

(State)

81147

(ZIP Code)

Mailing address
(leave blank if same as street address)

P.O. Box 4385

(Street number and name or Post Office Box information)

Pagosa Springs

(City)

CO

(State)

81147

(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)

Gregory Golden & Landeryou, LLC

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

Mailing address

1199 Main Avenue

(Street number and name or Post Office Box information)

Suite 213

Durango

(City)

CO

(State)

81301

(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.)

☐ 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 Attachment

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)

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.

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

| | | | |
|---|-----------|-------------------|----------|
| Landeryou | Christina | | |
| (Last) | (First) | (Middle) | (Suffix) |
| 1199 Main Avenue | | | |
| (Street number and name or Post Office Box information) | | | |
| Suite 213 | | | |
| | | | |
| Durango | CO | 81301 | |
| (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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**ARTICLES OF INCORPORATION OF
HARMAN PARK OWNERS ASSOCIATION, INC.
(A NONPROFIT CORPORATION)**

Pursuant to C.R.S. §7-122-102 and C.R.S. §7-90-301, *et seq.* these Articles of Incorporation are delivered to the Colorado Secretary of State for filing.

ARTICLE I

The name of the corporation shall be: **Harman Park Owners Association, Inc.** ("Association").

ARTICLE II

This Association shall have perpetual existence.

ARTICLE III

Purposes and Powers of Association

3.1 The Association shall operate the Common Interest Community known as Harman Park Subdivision located in the County of Archuleta, Colorado, in accordance with the Colorado Common Interest Ownership Act ("CCIOA") of the Colorado Revised Statutes, as amended, and the Colorado Nonprofit Corporation Act, as amended and in accordance with the Declaration of Restrictions and Grant of Easements for Harman Minor Impact Subdivision recorded at Reception No. 20300810 in the office of the clerk and recorder of Archuleta County, Colorado, as amended (the "Declaration").

3.2 The Association shall promote the health, safety, welfare, and common benefit of the residents of the Common Interest Community.

3.3 The Association shall do any and all permitted acts, and shall have and exercise any and all powers, rights, and privileges which are granted to a Common Interest Community Association under the laws of the State of Colorado and the Declaration, Bylaws and any other governing documents of the Association.

3.4 The foregoing statements of purpose shall be construed as a statement of both purposes and powers. The purposes and powers stated in each clause shall not be limited or restricted by reference to or inference from the terms or provisions of any other clause, but shall be broadly construed as independent purposes and powers.

ARTICLE IV

Nonprofit

The Association shall be a nonprofit corporation, without shares of stock.

ARTICLE V
Membership Rights and Qualifications

5.1 Any person who holds title to a Lot in the Common Interest Community shall be a member of the Association. There shall be one membership for each Lot owned within the Common Interest Community. This membership shall be automatically transferred upon the conveyance of that Lot. Voting shall be as described in the Bylaws of the Association. If a Lot is owned by more than one person, those persons shall agree among themselves how a vote for that Lot's membership is to be cast. Individual co-owners may not cast fractional votes. A vote by a co-Owner for the entire Lot's membership interest shall be deemed to be pursuant to a valid proxy, unless another co-Owner of the same Lot objects at the time the vote is cast, in which case such membership's vote shall not be counted.

5.2 The Lot Owners shall elect all members of the Executive Board of the Association.

5.3 The Executive Board shall appoint the officers.

5.4 Notwithstanding any provision of the Declaration or Bylaws to the contrary, following notice under C.R.S. §38-33.3-308 of the CCIOA, the Lot Owners, by a vote of 67% of all persons present and entitled to vote at any meeting of the Lot Owners at which a quorum is present, may remove any member of the Executive Board, with or without cause.

ARTICLE VI
Registered Agent for Service and Address

The initial registered agent of the Association shall be Bruce Keuning. The initial registered office and principal place of business shall be 387 West Golf Place, Pagosa Springs, Colorado 81147. The mailing address of the registered agent is P.O. Box 4385, Pagosa Springs, Colorado, 81147.

ARTICLE VII
Board of Directors

The Board of Directors shall consist of those persons elected by the Owners and shall consist of the following 3 persons or as otherwise provided in the Bylaws:

| Names | Address |
|---------------|--|
| Bruce Keuning | P.O. Box 4385, Pagosa Springs, Colorado 81147. |
| Mike Heraty | P.O. Box 4580, Pagosa Springs, Colorado 81147. |
| Lloyd Goheen | P.O. Box 214, Pagosa Springs, Colorado 81147. |

ARTICLE VIII
Incorporator

The name and address of the incorporator is: Gregory Golden & Landeryou, LLC, 1199 Main Avenue, Suite 213, Durango, Colorado 81301.

ARTICLE IX
Amendment

Amendment of these Articles shall require the assent of at least 67% of the votes of the Lot Owners within the Association.

ARTICLE X
Liability

Directors of the Corporation shall not be liable for monetary damages for breach of duties as a Director, except that this provision shall not eliminate or limit the liability of a Director of the Corporation or its members for monetary damages for breach of duty of loyalty to the Corporation and its members; acts or omissions not in good faith or which involve intentional misconduct or violation of law; acts specified in C.R.S. §7-24-111; or any transaction from which the Director derives an improper personal benefit.

ARTICLE XI
Dissolution

Upon dissolution of the Association, the Executive Board shall, after paying or making provision for the payment of all of the liabilities of the Association, dispose of any assets it may have to the Owner of each Lot as a tenant in common with other Lot Owners according to the allocation of ownership interests described in the Declaration. Any such assets not disposed of shall be disposed of by the District Court of Archuleta County in such manner as to carry out the purposes of the Corporation and the Declaration.

ARTICLE XII
Name and Address of Person Causing Document to Be Filed

The name and mailing address, of any one or more of the individuals who cause this document to be delivered for filing, and to whom the Secretary of State may deliver notice if filing of this document is refused, is: Christina Landeryou, Esq., Gregory, Golden & Landeryou, LLC, Attorneys at Law, 1199 Main Avenue, Suite 213, Durango, CO 81301.