

ARTICLES OF INCORPORATION
OF
LOMA LINDA SUBDIVISION HOMEOWNERS ASSOCIATION

I, the undersigned incorporator, hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Colorado these Articles of Incorporation for the purpose of forming a Corporation not for profit in accordance with the law of the State of Colorado.

ARTICLE I

The name of the corporation is LOMA LINDA SUBDIVISION HOMEOWNERS ASSOCIATION, hereinafter referred to as "the Association."

ARTICLE II

The principal office of the Association is located at P.O. Box 99, Pagosa Springs, Colorado 81147.

ARTICLE III

HARVEY DOERRING, whose address is P.O. Box 99, Pagosa Springs, Colorado 81147, 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 maintenance, preservation and architectural control of the residence Lots and Common Area within that certain tract of property described as: Loma Linda Subdivision according to the plat thereof as recorded in the Archuleta County, Colorado records; 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:

- (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 Clerk and Recorder, Archuleta County, Colorado 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 the 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) dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of the members, agreeing to such dedication, sale or transfer;
- (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 purchasers, 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 one class of voting membership. Voting members shall be all the lot owners, who 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 they determine, but in no event shall more than one vote be cast with respect to any lot.

ARTICLE VII
BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of no less than three (3) Directors, who shall 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 person who are to act in the capacity of directors until the selection of their successors are:

Name

Address

Harvey Doerring

P.O. Box 99
Pagosa Springs, Colorado 81147

Fred Schmidt

591 Camino De La Reina Street
San Diego, California 92108

Burke O-Hara Fort

1101 Capital of Texas Hwy. S.
Building E Suite 101
Austin, Texas 78746

At the first annual meeting the members shall elect one director for a term of one year, one director for a term 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 the 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 the 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 nonprofit 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 seventy-five percent (75%) of the entire membership.

ARTICLE XI
INCORPORATOR

The name and address of the incorporator is:

Lawrence C. Malick 124 East Ninth Street
Durango, Colorado 81301

IN WITNESS WHEREOF, the incorporator has caused these Articles of Incorporation to be duly executed this 8th day of December, 1983.

(signature of Lawrence C. Malick)

Lawrence C. Malick

State of Colorado)
) ss.
County of La Plata)

The foregoing instrument was acknowledged before me this 8th day of December, 1983, by Lawrence C. Malick, as incorporator of Loma Linda Subdivision Homeowners Association

My commission expires: 6/27/87

Address: 124 East Ninth Street
 Durango, CO 81301

(signature of a notary)

Notary Public