



4. A brief description of the kind of business transacted or activities conducted or contemplated to be transacted or conducted in this state under such trade name is

A homeowners association with 100 residential homes

5. (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.

**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 such document is such individual's act and deed, or that such individual in good faith believes such document is the act and deed of the person on whose behalf such individual is causing such document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S. and, if applicable, the constituent documents and the organic statutes, and that such individual in good faith believes the facts stated in such document are true and such 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 identified in this document as one who has caused it to be delivered.

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

<u>Linden</u>	<u>Susan</u>		
<small>(Last)</small>	<small>(First)</small>	<small>(Middle)</small>	<small>(Suffix)</small>
<u>101 Lazy Glen</u>			
<small>(Street number and name or Post Office Box information)</small>			
<hr/>			
<u>Snowmass</u>	<u>CO</u>	<u>81654</u>	
<small>(City)</small>	<small>(State)</small>	<small>(Postal/Zip Code)</small>	
<u>United States</u>			
<small>(Province – if applicable)</small>		<small>(Country – if not US)</small>	

(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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OF

NONPROFIT

LAZY GLEN HOMEOWNERS' ASSOCIATION, INC. ✓

KNOW ALL MEN BY THESE PRESENTS, that Brooke A. Peterson, acting as Incorporator of a non-profit corporation pursuant to the Colorado Non-Profit Corporation act, signs and acknowledges the following Articles of Incorporation for the Corporation.

ARTICLE IName

The name of the corporation shall be LAZY GLEN HOMEOWNERS' ASSOCIATION, INC., hereinafter referred to as the "Corporation."

ARTICLE IIDuration and Existence

The Corporation shall have perpetual existence.

ARTICLE IIIPurpose

The Corporation is organized for the following purposes:

1. To enforce the Declaration of Protective Covenants, Conditions and Restrictions for Lazy Glen Park (hereinafter "Lazy Glen"), Pitkin County, Colorado, as same may be recorded in the records of the Clerk and Recorder of Pitkin County, Colorado, (hereinafter "the Protective Covenants") and to be the Homeowners' Association as it may be described in said such Protective Covenants.

2. To be and institute the Corporation as representative of the shareholders thereof for any purpose or activity legally allowed by the laws of the State of Colorado.

3. To own, protect and maintain the area known as Lazy Glen situated in Pitkin County, and the State of Colorado.

4. To acquire, own, maintain and manage real property, including common areas, improved and unimproved lands and property of every kind and description in connection with, incident to, or for the benefit of Lazy Glen.

5. To acquire, own, maintain and manage personal property of every kind and description in connection with, incident to, or for the benefit of Lazy Glen.

6. To administer and enforce the Protective Covenants and

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provide ongoing architectural control and supervision over the appearance of Lazy Glen to the benefits of its members on a cooperative basis.

7. To borrow monies, levy assessments, collect assessments, and to encumber, lease, purchase, sell, convey and deal with lands, interests in lands, water rights, structures, and improvements.

8. To establish, maintain and enforce all necessary and reasonable rules and regulations concerning the use of all lands and interest in lands held or maintained by the Corporation.

9. To do everything necessary, proper, advisable or convenient for the accomplishment of the purposes hereinabove set forth, and to do all other things incidental thereto or connected therewith which are not forbidden by the Colorado Non-Profit Corporation Act, by any other law, or by these Articles of Incorporation.

10. To obtain and administer all necessary governmental approvals for Lazy Glen.

**ARTICLE IV**  
**Powers**

The Corporation shall have all of the powers authorized or permitted to a non-profit corporation under the Colorado Non-Profit Corporation Act now in force or hereinafter in effect, including without limitation the following:

1. To have and exercise generally all the powers, and to do and perform all acts which are and may be necessary to carry out and effectuate the purposes for which the Corporation is formed. Such powers shall include, without limiting the general powers of the Corporation, the power to perform the following specific acts:

a. To pay taxes and assessments on the common areas and on all property held by the Corporation for the general use of the members;

b. To enforce and insure or perform uniform maintenance of the exterior of the mobile homes, yards, fences, common areas, utility lines and other facilities;

c. To maintain the grounds, common areas, drives, sidewalks, parking areas, outside security lighting, and the utilities of Lazy Glen and all other common areas and facilities;

d. To acquire and dispose of property and interests of the members of the Corporation, either by purchase, sale or dedication to a public authority;

e. To borrow monies for the proper conduct of the affairs of the Corporation;

f. To make and levy assessments (both periodic and special) against the members and the shares owned by the members, in pursuance of the purposes of the Corporation, and to establish appropriate collection procedures therefore;

g. To pay the costs of common utilities and services;

h. To perform and provide any other functions in the nature of community services prescribed in the Protective Covenants for Lazy Glen, or which the Board of Directors determines to be proper and in the interests of the Corporation; and,

i. To acquire by purchase, lease, or otherwise, the lands and improvements erected or to be erected known as Lazy Glen, Pitkin County, Colorado; to hold, operate, manage, sell or exchange and lease the same and the several parts; to do and transact all other lawful business incident to, necessary and suitable or advisable for, or in any way connected which such purposes for which the Corporation is formed as set forth above.

j. To improve, rebuild, manage, and operate Lazy Glen; to sell, rent, lease and sublease home spaces to its shareholders upon such terms and for such periods as any individual might or could; to rent, lease and sublease any other real property owned by the Corporation; to procure the necessary permits or licenses from municipal authorities for the operation of a mobile home park, and any other real property owned by the Corporation, and to do and perform every act required by law to be done or performed in the maintenance and operation of any type of mobile home park, and any other real property owned by the Corporation; to maintain and operate the necessary conveniences, such as may be required in the proper operation of any mobile home park; to mortgage or otherwise encumber its real property, improvements thereon and its personal property thereof; to sell, exchange or otherwise transfer, convey or dispose of real estate or personal property in whole or in part, or lease the same in whole or in part, for cash or for taking such purchase money, bonds and mortgages in payment therefore or for valuable consideration of any character; to buy, sell and deal in bonds and loans secured by mortgages; generally to deal with, and act in relation to, such real estate, and any and all part thereof, and to the fullest extent that a corporation organized under the laws of the State of Colorado is empowered to do so.

k. To acquire by purchase, or lease, or by way of a secured transaction, or otherwise, any personal property necessary or proper or useful in the operation or management of Lazy Glen, and to trade or deal in any personal property beneficial to the Corporation, and to enter into security agreements in connection with, and

to pledge, sell, let or otherwise dispose of any personal property any time owned or held by the Corporation.

l. To purchase, acquire, hold and dispose of corporate shares or rights to subscribe thereto, bonds and other evidence of indebtedness of any corporation, domestic or foreign, and to issue in exchange therefore, in share, bonds or other obligations; to possess and exercise in respect thereto all rights, powers and privileges of individual holder or owners thereof; and to exercise any and all voting power thereon to purchase, hold and reissue its own shares insofar as permitted by law, and to purchase and hold its own bonds, and to take and to acquire and hold or sell or dispose of bonds and mortgages and assignments thereof.

m. To compromise or settle any claims, debts, leases, tenancies, or other occupancies asserted by or against the Corporation.

n. To do all and everything necessary, suitable, convenient or proper for the accomplishment of any one or more of the objects or purposes enumerated herein, or incidental to the powers herein named, or at which any time appear conducive or expedient for the protection or benefit of the Corporation, either as holders of, or as interested in any property, or otherwise, with all the powers now and hereafter conferred by the laws of the State of Colorado.

o. To exercise all powers as may be conferred upon a non-profit corporation under the laws of the State of Colorado.

#### ARTICLE V Membership

The Corporation shall have only one class of membership. Each member is entitled, solely by reason of his membership in the Corporation, to occupy for dwelling purposes a house on land owned by the Corporation. The membership interest of each member in the Corporation shall be inseparable from and appurtenant to the right of occupancy.

The rights of all members of the Corporation shall be identical with each member being entitled one (1) vote. Each holder of a proprietary interest within Lazy Glen shall be entitled to and be

required to be a member of the Corporation, pursuant to the Protective Covenants. Each mobile home space shall be entitled to one (1) vote. If any mobile home space is owned by multiple parties, all such parties shall be members; provided, however, the vote to which such members is entitled shall be exercised as the several members among themselves determine, but in no event shall more than one (1) vote be cast with respect to any one (1) mobile home space.

The Corporation may suspend the voting rights of a member for failure to comply with the rules or regulations of the Corporation or with any other obligation of the owners of a mobile home unit under these Articles and the By-Laws of the Corporation.

A membership in the Corporation shall not be assigned, encumbered or transferred in any manner except appurtenant to transfer of title to a mobile home and the proprietary interest to which the membership pertains, provided, however, that the right of membership may be assigned to the holder of a mortgage, deed of trust or other security instrument by a lien on such unit. Transfer of membership shall occur automatically on transfer of title to the mobile home unit and the proprietary interest to which the membership pertains, provided, however, that the By-Laws of the Association may contain reasonable provisions and requirements with respect to recording the transfers on the books and records of the Corporation.

Members shall have no preemptive right to purchase other mobile home units or the membership appurtenant thereto. The By-Laws may contain provisions, not inconsistent with the foregoing, setting forth the rights, privileges, duties and responsibilities of the members of the Corporation. Cumulative voting shall not be permitted.

#### ARTICLE VI Board of Directors

The business and affairs of the Association shall be conducted, managed and controlled by the Board of Directors.

The Board of Directors shall consist of not fewer than three (3) members nor more than seven (7) members, specific number to be set forth from time to time in the By-Laws of the Corporation. A change in these limits shall be made only by amendment to this Certificate of Incorporation. No decrease in the number of directors shall have the effect of shortening the term of any incumbent director. In the absence of any provision in the By-Laws, the initial Board of Directors shall consist of three (3) members.

Members of the Board of Directors shall be elected at the annual meeting of the members in the manner provided by the By-Laws. A Director may be a representative of a member or non-member, but such Director shall not constitute a majority of the Board of Directors, and no meeting of the Board of Directors may be held where the majority present at that meeting are non-members, whether or not a quorum is present. The Board of Directors shall consist of the following three (3) Directors: ✓

Guy Gervais	P. O. Box 47 Woody Creek, Co 81656
Donald Donze	P. O. Box 440 Snowmass, Co 81654 ✓
William Shirley	24850 Highway 82 Basalt, Co 81621

Each Director shall serve for such period until further selection of the Directors may be made by election pursuant to the By-Laws of the Corporation.

#### ARTICLE VII Offices

The address of the initial registered office of the Corporation in Colorado is 315 East Hyman Avenue, Aspen, Colorado, 81611, and the name of the initial registered agent at such address is Brooke A. Peterson. The Corporation may also have one (1) or more offices in such other places or places within or without the State of Colorado as the Board of Directors may, from time to time, determine as the business of the Corporation may require.

#### ARTICLE VIII Indemnification and Limitation of Liability

The Corporation shall indemnify any and all of its directors or officers, or former directors or officers, against expenses actually incurred by them in connection with the defense of any action, suit or proceeding in which they or any of them are made parties or a party by reason of being or having been directors or officers or a director or officer of the Corporation, except in relation to matters as to which any such director or officer, or former director or officer shall be adjudged in such action, suit or proceeding to be liable for gross negligence or willful misconduct in the performance of duty. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any agreement, vote of members or otherwise.

