

ARTICLES OF INCORPORATION  
OF  
HARVEST RIDGE TOWN HOMES HOMEOWNERS ASSOCIATION  
a Colorado Non-Profit Corporation

Pursuant to §7-122-102 and part 3 of Article 90 of Title 7, Colorado Revised Statutes (C.R.S.), these Articles of Incorporation are delivered to the Colorado Secretary of State for filing.

ARTICLE I  
Name

FILED  
DONETTA DAVIDSON  
COLORADO SECRETARY OF STATE

The name of the corporation is Harvest Ridge Town Homes Homeowners Association (the "Association").

ARTICLE II  
Duration

20031183267 C  
\$ 100.00

The Association shall have perpetual existence.

SECRETARY OF STATE  
06-05-2003 15:20:03

ARTICLE III  
Purposes

The purposes and objectives for which this Association is formed (none of which shall be for pecuniary profit) are:

(a) To be an owners association for the owners in Harvest Ridge Town Homes, a common interest community in El Paso County, Colorado and to provide a means of self-government for the owners of the property within said project to advance their common interests with respect to the "Common Area" and the "Property", as defined in the Declaration of Covenants, Conditions, and Restrictions of Harvest Ridge Town Homes ("Declaration") and all amendments thereto, which Declaration will be recorded in the real property records of El Paso County, Colorado.

(b) To provide for the care, management, control, preservation, operation, maintenance, repair, restoration and replacement of the areas required or permitted to be maintained by the Association, in the manner prescribed by the Declaration, and to provide other services with respect to such areas deemed advantageous by the Owners of Lots in the Common Area or required or authorized under the Declaration.

(c) To promote the safety and welfare of the Owners (as such term is defined in the Declaration).

(d) To adopt and enforce rules and regulations as permitted in the Declaration.

(e) To levy and enforce adequate assessments to meet all expenses of the Association.

(f) To enforce, in its own name or on behalf of its Members (as defined in the Declaration), the protective covenants, conditions and restrictions set forth in the Declaration and in rules and regulations of the Association and to seek redress for the violation of any provisions, by any and all remedies available at law or equity or authorized under the Declaration.

(g) To exercise any and all other rights, powers and authority and undertake such actions as may be necessary, convenient or useful in connection with the governance of the Association and the performance of the Association's functions as set forth in the Declaration.

**ARTICLE IV**  
**Additional Powers**

In furtherance of the purposes and objectives (but not otherwise) set forth in the Declaration and subject to the restrictions set forth therein, the Association shall have and may exercise all of the powers and do everything necessary or convenient for the accomplishment of any of the corporate purposes either alone or in connection with other corporations, firms or individuals, and either as principal or agent, subject to such limitations as are or may be prescribed by the laws of the State of Colorado.

**ARTICLE V**  
**Restrictions Upon the Powers and Distribution of Assets Upon Dissolution**

No part of the net earnings of the Association (other than in furtherance of the purposes of the Association, and other than a rebate of excess assessments) shall inure to the benefit of any Member, director or officer of the Association, or any other individual (except that reasonable compensation may be paid for services rendered to or for the Association affecting one or more of its purposes). Upon final dissolution of the Association, any corporate assets remaining after the payment of all debts will be distributed to its Members according to their pro rata interest and obligations.

**ARTICLE VI**  
**Registered Agent, Registered Office, and Initial Principal Office**

(a) The street and mailing address of the Corporation's business address and initial registered office in the State of Colorado is 102 North Cascade Avenue, Suite 360, P.O. Box 1435, Colorado Springs, Colorado 80901-1435.

(b) The name of the Corporation's initial registered agent at such address is M. James Zendejas.

(c) The initial principal office of the Corporation shall be P.O. Box 511, Elizabeth, CO 80107.

**ARTICLE VII**  
**Membership and Voting**

(a) The Association shall have voting members as provided in the Declaration and the Bylaws of the Association.

(b) Cumulative voting shall not be allowed in the election of directors or otherwise.

**ARTICLE VIII**  
**Bylaws**

The initial bylaws of the Association shall be as adopted by the Board of Directors. Such board shall have power to alter, amend or repeal the bylaws from time to time in force and to adopt new bylaws. Such bylaws may contain any provisions for the regulation or management of the affairs of the Association which are not inconsistent with the laws of the State of Colorado, the Declaration, or these Articles of Incorporation, as the same may from time to time be amended.

**ARTICLE VIX**  
**Incorporator**

The name and address of the incorporator and the person who causes 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:

M. James Zendejas  
102 North Cascade Avenue, Suite 350  
Colorado Springs, Colorado 80903