

**ASPEN MESA ESTATES  
EAGLE COUNTY, COLORADO**

**ARTICLES OF  
INCORPORATION**

NOT FOR PROFIT

401

FILED

ARTICLES OF INCORPORATION

OF

21 DEC '79

ASPEN MESA HOME OWNERS ASSOCIATION

STATE OF COLORADO  
DEPT. OF STATE

I, the undersigned natural person of the age of twenty-one (21) years or more, acting as incorporator under the Colorado Non-Profit Corporation Act, adopt the following Articles of Incorporation for such corporation.

ARTICLE I

Name

The name of the corporation is ASPEN MESA HOME OWNERS ASSOCIATION.

ARTICLE II

Existence

The period of the corporation is perpetual.

ARTICLE III

Purposes

The nature of the civic business and purposes to be transacted, promoted or carried on are as follows:

1. To be and constitute the Association to which reference is made in the deed restrictions for Aspen Mesa dated June 14, 1968, and filed for record in the Office of the Clerk and Recorder of Eagle County, Colorado on July 18, 1968, in Book 213 at Page 106, and amendments thereto, and to perform all the obligations and duties of the Association in pursuance of such deed restrictions.

2. To provide for maintenance, preservation and architectural control and for ownership, care, maintenance and operation of the water system of the subdivision in Eagle County, Colorado, known as Aspen Mesa.

3. To provide an entity for the furtherance of the interest of all the members, with the objectives of establishing and maintaining Aspen Mesa Subdivision of quality and value, enhancing and protecting its economic value and desirability, and protecting the health, safety and welfare of the residents.

## ARTICLE IV

### Powers

In furtherance of its purposes, the Corporation shall have all of the powers conferred upon non-profit corporations by the laws of the State of Colorado in effect, and as they may be from time to time amended, including all of the powers necessary, or incidental thereto, to perform the duties and exercise the rights and powers of the association under the deed restriction.

## ARTICLE V

### Directors

The business and affairs of the Corporation shall be vested in a Board of Directors initially consisting of seven (7) directors who shall serve as Directors until their successors are elected and shall qualify. The names and addresses of the initial Board of Directors are as follows:

Logan Baylor, Jr.  
0208 Caballo Road  
Carbondale, Colorado 81623

Stephen Briggs  
0087 Palo Verde Road  
Carbondale, Colorado 81623

Harvey Hoff  
0530 Paseo Road  
Carbondale, Colorado 81623

Steve Kentz  
0318 Vega Road  
Carbondale, Colorado 81623

Scott Leslie  
0188 Paseo Road  
Carbondale, Colorado 81623

Bill MacKenzie  
2197 Upper Cattle Creek Road  
Carbondale, Colorado 81623

Larry Rameil  
0217 Caballo Road  
Carbondale, Colorado 81623

ARTICLE VI

Registered Office and Agent

The registered office of the Corporation shall be maintained at 228 Midland Avenue, Post Office Box H, County of Eagle, Basalt, Colorado 81621. The registered agent of the Corporation shall be Stephen R. Connor, whose business address is identical with such registered office.

← Need to change?

ARTICLE VII

Amendments

The Corporation reserves the right to alter, amend, revise or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred upon members herein are granted subject to this reservation. However, no amendment to these Articles of Incorporation shall be contrary or inconsistent with the provisions of the Condominium Declaration.

ARTICLE VIII

Bylaws

The Board of Directors shall have the power to adopt Bylaws to govern the affairs of the Corporation and to alter, amend or repeal the Bylaws or adopt new Bylaws from time to time.

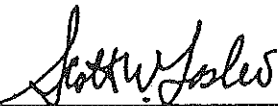
ARTICLE IX

Incorporator

The name and address of the Incorporator is:

Scott Leslie  
0188 Paseo Road  
Carbondale, Colorado 81623

IN WITNESS WHEREOF, the above named incorporator has set his hand this 4<sup>th</sup> day of September, 1979.

  
\_\_\_\_\_  
Scott Leslie

ACKNOWLEDGEMENT

STATE OF COLORADO    )  
                                  ) ss.  
COUNTY OF EAGLE     )

The foregoing was acknowledged before me this 14<sup>th</sup> day  
of December, 1979 by Scott Leslie.

Witness my hand and official seal.

My commission expires: December 22, 1980

Stephen R. Connor

Notary Public

*As per the above and*

MINUTES OF THE ORGANIZATIONAL MEETING

OF

ASPEN MESA HOME OWNERS ASSOCIATION

The organizational meeting of the Board of Directors of the above-captioned Corporation was held on the 22nd day of December, 1979, at the registered office of the Corporation in Basalt, Colorado.

The following were present:

Logan Bailor, Jr.  
Stephen Briggs  
Harvey Hoff  
Steve Kentz  
Scott Leslie  
Bill MacKenzie  
Larry Rameil

being all of the members of the Board of Directors.

The meeting was called to order by Scott Leslie. It was moved, seconded, and unanimously carried that Scott Leslie act as Chairman of the meeting and Stephen Briggs act as Secretary.

INCORPORATION: The Chairman reported that the Articles of Incorporation were filed in the office of the Secretary of State and that the reincorporation was effective as of the 22nd day of December, 1979. The Secretary was then instructed to insert the duplicate original of the Articles of Incorporation together with the Certificate of Incorporation in the Corporate Minute Book. *W. R. Rameil*

ADOPTION OF BY-LAWS: The Secretary then presented a form of the By-Laws, prepared by Stephen R. Connor, governing the business and affairs of the Corporation. After review, and upon motion duly made, seconded, and unanimously carried, it was:

RESOLVED, that the form of the By-Laws submitted to this meeting be, and it hereby is approved and adopted as the By-Laws of this Corporation and that the Secretary is hereby instructed to cause the same to be inserted in the corporate minute book, immediately following the Articles of Incorporation and the Certificate of Incorporation.

ELECTION OF OFFICERS: The Chairman then stated that nominations were in order for election of officers of the Corporation. Upon nominations duly made and seconded, the following were elected and qualified:

President:	Scott Leslie
Vice President:	Scott Leslie
Secretary:	Stephen Briggs
Treasurer:	Scott Leslie

*If this is still the arrangement, we want to change it. Should be a good chance VP will be there, who Pres. isn't*

Thereupon, the President of the Corporation assumed the chair and the Secretary of the Corporation assumed his duties as Secretary of the meeting.

ADOPTION OF CORPORATE SEAL: The Secretary submitted to the meeting a seal proposed for use as the corporation seal of the Corporation. Upon motion duly made, seconded and unanimously carried, it was:

RESOLVED, that the form of the seal submitted to this meeting be, and it hereby is, approved and adopted as and for the corporate seal for this Corporation and that an impression thereof be made on the margin of these minutes.

*Need to do it*

DESIGNATION OF BANK: Discussion then turned to the banking arrangements and unanimously carried, it was:

RESOLVED, that proposed bank resolution be furnished by the Secretary of the Corporation to the Bank of Basalt, and the resolution set forth in such bank resolution be unanimously adopted; and

FURTHER RESOLVED, that a conformed copy of such bank resolution so presented to the meeting be annexed to the minutes thereof.

RATIFICATION OF PRIOR ACTS. The President informed the meeting that a corporation was formed under the same name as this Corporation by the developer of Aspen Mesa; however, through no fault of the present members of the Board of Directors, the Corporation became defunct on October 19, 1974. From that date to the present, the Home Owners Association has been acting as an unincorporated association. The President stated that it would be advisable to ratify the actions of the present Board of Directors which occurred during the period of existence as an unincorporated association. Pursuant to a discussion and upon a motion duly made, seconded, and unanimously carried, it was:

RESOLVED, that the acts of the Board of Directors of Aspen Mesa Home Owners Association, the unincorporated association, the membership of which was identical with the present membership of the Board of Directors of the Corporation be, and hereby are, ratified and approved; and

FURTHER RESOLVED, that any actions taken by other Boards of Directors on behalf of the unincorporated association, be and are hereby expressly not ratified by the Board of Directors.

ERRORS AND OMISSIONS INSURANCE. Discussion turned to the topic of Errors and Omissions Insurance for the Board of Directors. The President stated that such a policy could be obtained which would insure the Board of Directors according to the policy limits for any liability, other than negligence or misfeasance in office, or their official acts, on behalf of the Corporation. Pursuant to a discussion and upon a motion duly made, seconded, and unanimously carried, it was:

RESOLVED, that the President, be and is hereby authorized to obtain quotations from various insurance carriers for Errors and Omissions coverage for the Board of Directors; and

FURTHER RESOLVED, that the President shall report to the Board of Directors at their next meeting as to the cost and availability of such insurance.

DIRECTORS' TERM OF OFFICE. The President then stated that Article III, Paragraph 1, of the By-Laws of the Corporation required a staggered term of office for the Board of Directors. After a discussion and upon a motion duly made, seconded, and unanimously carried, it was:

RESOLVED, that the following list of Directors and terms of office shall be the terms of office for the initial Board of Directors of the Corporation:

<u>Name</u>	<u>Term of Office</u>
Harvey Hoff	1 year
Bill MacKenzie	1 year
Larry Rameil	2 years
Steve Kentz	2 years
Logan Baylor, Jr.	3 years
Stephen Briggs	3 years
Scott Leslie	3 years

Pursuant to a discussion and upon a motion duly made, seconded, and unanimously carried, it was:

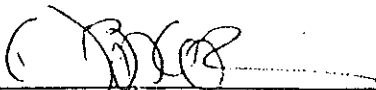
RESOLVED, that the signing of these Minutes shall constitute full ratification thereof and waiver of notice of the meeting by the signatories.

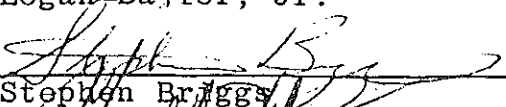
There being no further business before the meeting, and upon motion duly made, seconded, and unanimously carried, the meeting was adjourned.

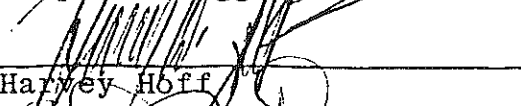
  
 Stephen Briggs, Secretary

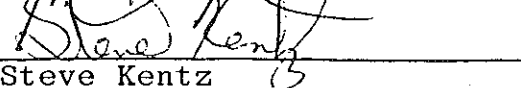
ATTEST:

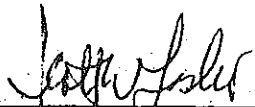
BOARD OF DIRECTORS


  
 Logan Baylor, Jr.

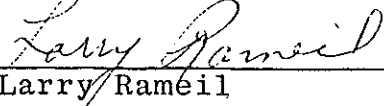
  
 Stephen Briggs

  
 Harvey Hoff

  
 Steve Kentz

  
 Scott Leslie

  
 Bill MacKenzie

  
 Larry Rameil