



STATE OF COLORADO

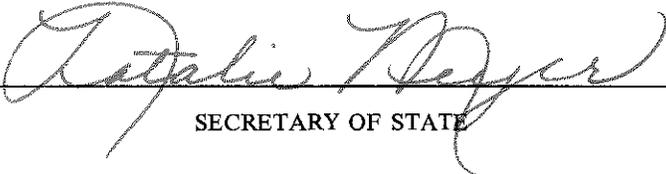
DEPARTMENT OF STATE CERTIFICATE

I, NATALIE MEYER, Secretary of State of the State of Colorado hereby certify that the prerequisites for the issuance of this certificate have been fulfilled in compliance with law and are found to conform to law.

Accordingly, the undersigned, by virtue of the authority vested in me by law, hereby issues A CERTIFICATE OF INCORPORATION TO

WESTBANK MESA HOMEOWNERS ASSOCIATION, INC.
A NONPROFIT CORPORATION

Dated: MAY 12, 1994



SECRETARY OF STATE

Return to: JAT
DeJansy & Balcomb, P.C.
P.O. Drawer 790
Glenwood Springs, CO 81602

500

ARTICLES OF INCORPORATION

941055162 \$50.00
SOS 05-12-94 08:30

NONPROFIT

OF

WESTBANK MESA HOMEOWNERS ASSOCIATION, INC.

KNOW ALL MEN BY THESE PRESENTS that the undersigned natural person, more than 18 years of age, acting as an incorporator in order to organize and establish a corporation not for profit under and pursuant to the statutes of the State of Colorado, does hereby adopt the following Articles of Incorporation, to-wit:

ARTICLE I.
NAME

The name of the Corporation is WESTBANK MESA HOMEOWNERS ASSOCIATION, INC.

ARTICLE II.
DURATION

The period of duration of the Corporation shall be perpetual.

ARTICLE III.
PURPOSES AND POWERS

The purposes for which the Corporation is organized and the powers which it shall possess are as follows:

A. To protect and maintain the area known as WESTBANK RANCH P.U.D. FILING NO. 4 and located in Garfield County, Colorado as a desirable rural residential area and to do all things and perform all acts necessary or desirable in connection with said purpose. The area is a common interest planned community pursuant to the provisions of C.R.S. 38-33.3-101, *et seq.*

1. To hold the title to any lands or interest in lands, including, but not limited to, common lands, green belt, roadways, water and water rights, and any utilities deemed necessary or desirable by the Corporation.

2. To acquire and operate the domestic and irrigation water supply distribution systems which shall service Westbank Ranch P.U.D. Filing No. 4.



3. To lease, purchase, sell, convey and deal with lands, structures and improvements, all as may be necessary or desirable in carrying out the purposes of the Corporation.

4. To build, operate, improve, maintain and beautify roads, bridle paths, trails, bridges, utility lines and easements, common lands and other things of like nature.

5. To maintain all roadways, including snow removal.

6. To arrange for or provide any services necessary or desirable to promote and advance the general welfare of the residents of the area known as WESTBANK RANCH P.U.D. FILING NO 4 in Garfield County, Colorado.

7. To establish, maintain and enforce all necessary and reasonable rules and regulations concerning the use and maintenance of the facilities under its jurisdiction.

8. To charge and collect such fees, charges and assessments as may be set or charged by the Board of Directors of the Corporation in carrying out its functions hereunder and to create liens upon personal property for the purpose of enforcing the collection of such fees, charges and assessments, all to the end of carrying out the purposes and powers of the Corporation.

9. To exercise all of the powers authorized or granted to a corporation not for profit by the laws of the State of Colorado as now are in effect or may hereinafter be in effect.

ARTICLE IV. MEMBERS

The members of this Association shall be those persons or entities who own title in fee to a lot or unit within WESTBANK RANCH P.U.D. FILING NO. 4. There shall be one (1) regular membership in the Corporation for each lot or unit located therein, which regular membership shall be appurtenant to the fee simple title of each such lot or unit and shall automatically pass with the transfer of title. Each owner of a lot or unit shall be entitled to the benefits and be subject to the burdens relating to such membership. If fee simple title is held by more than one (1) person or entity, the regular membership appurtenant to that lot or unit shall be shared by all such persons or entities in the same proportionate interest and by the same type of ownership as fee simple title to the lot or unit is held.

**ARTICLE V.
DIRECTORS**

A. The names and addresses of the persons who are to serve as directors of this Corporation until the first annual meeting of members and until their successors shall be elected and shall qualify are as follows:

John Huebinger	0235 Oak Lane Glenwood Springs, CO 81601
Dolores Huebinger	0235 Oak Lane Glenwood Springs, CO 81601
Larry Schmueser	7703 County Road 312 New Castle, CO 81647

B. The business, affairs and property of the Corporation shall be managed by a Board of Directors who shall be elected at the annual meetings of the members by plurality vote. Each director shall be elected to serve until the next succeeding annual meeting and until his successor shall be elected and shall qualify.

C. The Board of Directors shall consist of from three (3) to five (5) persons as shall be determined by the Bylaws of the Corporation.

D. Subsequent to the sale of all lots and units in WESTBANK RANCH P.U.D. FILING NO. 4 all directors must be lot or unit owners within the subdivision. The composition of the Board of Directors shall be as provided in the Bylaws of the Corporation.

E. Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of a majority of the remaining directors. A director elected to fill a vacancy shall be elected from the unexpired term of his predecessor in office.

**ARTICLE VI.
REGISTERED OFFICE AND AGENT**

The address of the initial registered office of this Corporation is 0235 Oak Lane, Glenwood Springs, CO 81601, and the initial registered agent at such office is John Huebinger.

**ARTICLE VII.
INCORPORATOR**

The name and address of the incorporator of this Corporation is John Huebinger, 0235 Oak Lane, Glenwood Springs, CO 81601.

**ARTICLE VIII.
DISSOLUTION**

This Corporation may be dissolved by fourth-fifths (4/5ths) of the votes entitled to be cast by its members and in accordance with the laws of the State of Colorado. Upon dissolution, the properties and assets of this Corporation shall be distributed to its members pro rata in the same proportion as the votes entitled to be cast by the members at the time of dissolution and in accordance with the laws of the State of Colorado.

IN WITNESS WHEREOF, the undersigned, being the incorporator designated in the annexed and foregoing Articles of Incorporation, for the purpose of organizing and establishing a corporation not for profit under and pursuant to the laws of the State of Colorado, executes these Articles of Incorporation aforesaid and declares that the statements therein contained are true and accordingly has hereunto set his hand this 9th day of May, 1994.



JOHN HUEBINGER

STATE OF COLORADO)
) ss.
COUNTY OF GARFIELD)

I, SALLY BEIT VAGNER, a notary public in and for the County and State aforesaid, do hereby certify that John Huebinger, who is personally known to me to be the person whose name is subscribed in the foregoing instrument, appeared before me this day in person and acknowledged that he signed, sealed and delivered the said instrument in writing as his free and voluntary act for the uses and purposes therein set forth.

Given under my hand and notarial seal this 9th day of May, 1994.



Notary Public

Address:

My commission expires:

818 Colorado Avenue
Glenwood Springs, CO 81601
My commission expires May 1, 1997