



STATE OF COLORADO

DEPARTMENT OF
STATE,

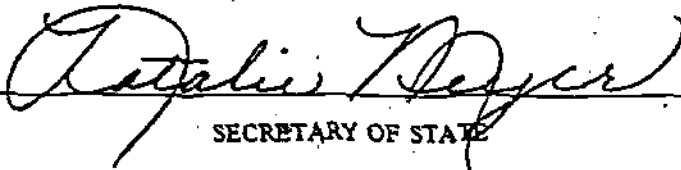
CERTIFICATE

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

MEADOWVIEW HOMEOWNERS ASSOCIATION, INC.
A NONPROFIT CORPORATION

Dated: AUGUST 10, 1993



SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

FILED COPY

NONPROFIT

MEADOWVIEW

HOMEOWNERS ASSOCIATION, INC.

931082058 \$50.00
SOS 08-10-93 08:30

The undersigned natural person, being the age of twenty-one years or more, acting as incorporator of a non-profit corporation under the laws of the Colorado Corporation Code, adopts the following Articles of Incorporation:

ARTICLES I

The name of this corporation (hereinafter referred to as the Corporation) shall be: Meadowview Homeowners Association, Inc.

ARTICLE II

The period of duration of the Corporation shall be perpetual.

ARTICLE III

The nature, object and purposes of the business to be transacted shall be as follows: The Corporation shall be non-profit and its object shall be to carry out exempt functions, such as acquisition, construction, management, preservation, maintenance and care of Association property. The Association is organized and established to administer and manage common areas and maintenance property under the control of the Association and to serve the best interests of its members. The Association shall operate a Common Interest Community located in Longmont, Colorado.

In furtherance of the foregoing purposes, the Association shall have and may exercise all of the rights, powers and privileges now or hereinafter conferred upon non-profit corporations organized under the laws of the State of Colorado. In addition, the Association may do everything necessary, suitable or proper for the accomplishment of any of its corporate purposes, including but not limited to the following:

a) To exercise all the powers, rights, and privileges and to perform all of the duties and obligations of the Association as set forth in the DECLARATION OF COVENANTS, CONDITIONS, AND RESTRICTIONS FOR MEADOWVIEW SUBDIVISION as may be amended and as recorded in the records of Boulder County, Colorado.

b) To fix, levy and collect assessments and charges pursuant to the terms of the Declaration against members; to pay all expenses in connection therewith and incident to the conduct of the business of the Association; to maintain property of the Association and to use the proceeds of assessments in the exercise of its duties, powers and obligations.

c) To acquire, 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) To enforce the provision of the above described Declaration, these Articles of Incorporation, the Bylaws of the Association and Rules and Regulations adopted by the Association.

e) To dedicate, sell or transfer all or any portion of the common areas according to the terms of the Declaration.

f) To participate in mergers and consolidations with other non-profit corporations organized for the same or similar purpose and annex additional property and common area according to the terms of the Declaration.

g) To do any and all permitted acts and exercise any and all powers, rights and privileges which are granted to a Common Interest Community Association under the laws of the State of Colorado.

ARTICLE IV

The address of the initial registered office of the Association is 75 Manhattan Drive, Boulder, Colorado 80303, and the name of the initial registered agent at such address is Thomas R. Hoyt.

ARTICLE V

Three members shall constitute the initial Executive Board who need not be members of the Association, their names and addresses being as follows:

Thomas R. Hoyt
75 Manhattan Drive
Boulder, Colorado 80303

Jane V. Hunt
75 Manhattan Drive
Boulder, Colorado 80303

Tom Zieske
75 Manhattan Drive
Boulder, Colorado 80303

ARTICLE VI

Every person or entity who is a record owner of a Unit which is subject to assessment under the Declaration, including contract sellers, 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. The Association shall be a nonprofit corporation, without shares of stock.

ARTICLE VII

The Executive Board shall have the authority and responsibility to adopt, amend or repeal by-laws, provided that such by-laws are consistent with these Articles of Incorporation.

ARTICLE VIII

These Articles of Incorporation may be amended by a vote of two-thirds of the entire membership. If there are no members, these Articles may be amended by a vote of two-thirds of the members of the Executive Board. The Declarant, under the Declaration of Covenants, Conditions and Restrictions, shall have the unilateral right, power and authority to modify, revise or amend these Articles if either the Veterans Administration or the Federal Housing Administration, or any successor agencies thereto require such action as a condition precedent to approval by such agency for federally approved mortgage financing purposes.

ARTICLE IX

To the fullest extent permitted by the Colorado Corporation Code, as the same exists or may hereinafter be amended, a member of the Executive Board of the Association shall not be liable to the Association or its members for monetary damages for breach of fiduciary duty as a member of the Executive Board.

ARTICLE X

To the fullest extent permitted by the Colorado Corporation Code, as the same exists or may hereinafter be amended, the Association shall have the power to indemnify the officers and members of the Executive Board of the Association.

ARTICLE XI

The Association may be dissolved with the approval given in writing and signed by not less than two-thirds of each class of membership. 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 purposes similar to those for which the Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purpose.

ARTICLE XII

The name and address of the Incorporator is:

Jane V. Hunt
75 Manhattan Drive
Boulder, Colorado 80303

Dated: August 3, 1993

Jane V. Hunt
Jane V. Hunt

STATE OF COLORADO)

) ss.

COUNTY OF BOULDER)

I, Jane A. Hornbecker a Notary Public in and for the said County in the State aforesaid, do hereby certify that Jane V. Hunt being a resident of the State of Colorado, who is personally known to me to be the person whose name is subscribed to the annexed and foregoing Articles of Incorporation, appeared before me this day in person and acknowledged that she signed, sealed and delivered the said instrument of writing as her free and voluntary act and deed, for the uses and purposes therein set forth, and declared that the statements therein contained are true.

Given under my hand and seal this 3rd day of August, 1993

My commission expires:

Sept. 8, 1994

SEAL



Jane A. Hornbecker
Notary Public