

NONPROFIT

ARTICLES OF INCORPORATION  
OF  
ELKRIDGE II CONDOMINIUM ASSOCIATION

FILED  
FEB 28 1982  
STATE OF COLORADO  
DEPARTMENT OF STATE

KNOW ALL MEN BY THESE PRESENTS, that the undersigned, in order to establish a non-profit corporation pursuant to the Colorado Non-Profit Corporation Act, does hereby certify:

ARTICLE I

Name

The name of the corporation shall be ELKRIDGE II CONDOMINIUM ASSOCIATION.

ARTICLE II

Duration

The corporation shall have perpetual existence.

ARTICLE III

Purposes

The corporation is established not for profit, and its objects and purposes are:

A. To govern the condominium property situate in the County of Gunnison, State of Colorado, which is termed Elk Ridge II (A Condominium).

B. To constitute the association to which reference is made in the Condominium Declaration for Elk Ridge II (A Condominium) recorded November 1, 1979, in Book 543 at page 281 of the records of Gunnison County, Colorado, and to perform all of the rights, duties, and obligations and to exercise all of the powers as specified in said Condominium Declaration.

ARTICLE IV

Powers

The corporation shall have and may exercise all powers conferred upon non-profit corporations organized and existing under the laws of the State of Colorado.

ARTICLE V

Members

A. The owner of a condominium unit in Elk Ridge II (A Condominium) upon becoming such owner, shall be entitled and required to be a member of the corporation and shall remain a member of the corporation for the period of ownership of a condominium unit.

B. The terms and conditions of membership shall be as set forth in the Articles and Bylaws of this corporation and the Condominium Declaration for Elk Ridge II (A Condominium).

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C. There shall be one class of members. The corporation may issue a certificate evidencing membership therein.

#### ARTICLE VI

##### Distribution of Assets on Dissolution

Upon dissolution of this corporation, the assets of the corporation shall be distributed to any successor entity assuming the powers and duties of this corporation, or if none, in accordance with the provisions of C.R.S. 38-33.3-218, or any successor legislation.

#### ARTICLE VII

##### Board of Directors

A. The affairs of the corporation shall be managed by a board of directors.

B. The board of directors shall consist of not less than three nor more than five members; the number of directors, their term of office, and the manner of their election shall be as set forth in the Bylaws of the corporation.

C. Four directors shall constitute the initial board of directors, and their names and addresses are as follows:

Lowell Jones	P. O. Box 4044 Bryan, TX 77805
Keith Wohlers	P. O. Box 1027 Crested Butte, CO 81224
Dana Spencer	P. O. Box 1011 Crested Butte, CO 81224
Carolyn Case	P. O. Box F Mt. Crested Butte, CO 81225

#### ARTICLE VIII

##### Registered Office and Agent

A. The address of the initial registered and principal office of the corporation is 214 Sixth Street, P. O. Box 638, Crested Butte, Colorado 81224.

B. The name of its initial registered agent at such address shall be Jim Reirsgaard, c/o Rocky Mountain Rentals, Property Management, & Real Estate.

#### ARTICLE IX

##### Bylaws

The initial Bylaws of the corporation shall be adopted by the board of directors. The power to alter, amend, or repeal the Bylaws or adopt new bylaws shall be vested in the board of directors.

ARTICLE X

Incorporator

The name and address of the incorporator is:

Roderick E. Landwehr      304 W. Tomichi Avenue, #24  
Gunnison, CO 81230

DATED this 7<sup>th</sup> day of February, 1992.

Roderick E. Landwehr  
Roderick E. Landwehr

STATE OF COLORADO    )  
                                  )   ss.  
COUNTY OF GUNNISON )

I, the undersigned notary public, hereby certify that on the 7<sup>th</sup> day of February, 1992, personally appeared before me Roderick E. Landwehr, who being by me first duly sworn, declared that he is the person who signed the foregoing instrument as incorporator and that the statements contained therein are true.

WITNESS my hand and official seal.

My commission expires: 12-9-94

Janis M. Hickey  
Notary Public