

~~PROFIT~~

ARTICLES OF INCORPORATION

FOR

FRENCH CREEK TOWNHOME ASSOCIATION, INC.

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\$ 50.00
SECRETARY OF STATE
10-14-2005 154:27:54

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 1. Name

The name of the nonprofit corporation shall be French Creek Townhome Association, Inc. ("Association")

ARTICLE 2. Duration

The duration of the corporation shall be perpetual.

ARTICLE 3. Definitions

The definitions set forth in the Declaration of Covenants, Conditions and Restrictions for French Creek (the "Declaration") shall apply to all capitalized terms set forth herein.

ARTICLE 4. Nonprofit

The Association shall be a nonprofit corporation, without shares of stock.

ARTICLE 5. Purposes and Powers of Association

The purposes for which this Association is formed are as follows:

(a) To operate the Common Interest Community known as French Creek (the "French Creek Community") and to operate and manage the Properties and Common Area included within the French Creek Community, situated in the County of Arapahoe, State of Colorado, subject to the Declaration, Bylaws and such Rules and Regulations as the Board of Directors may, from time to time, adopt, for the purposes of enhancing and preserving the value of the Property and the Common Elements for the benefit of the Members;

(b) To eliminate or limit the personal liability of members of the Board of Directors to the Association or to the Members for monetary damages for breach of fiduciary duty as a Director, as provided in the Bylaws and as allowed by law;

(c) To perform all acts and services and exercise all powers and duties in accordance with the requirements for an association of owners charged with the

administration of the Properties and Common Areas under the terms of applicable portions of the Colorado Common Interest Ownership Act (the "Act"), as amended, and as set forth in the Declaration;

(d) To act for and on behalf of the Members of the Association in all matters deemed necessary and proper for the protection, maintenance and improvement of the lands and improvements owned by the Members and this Association, and to act for and on behalf of the Properties and Common Area, including without limitation, representing the Association before any court or governmental body having jurisdiction over the Association or services provided to the Association; and

(e) To do any and all permitted acts suitable or incidental to any of the foregoing purposes and objects to the fullest extent permitted by law, and to do any and all acts that, in the opinion of the Board will promote the common benefit and enjoyment of the occupants, residents and Owners of the French Creek Community, and to have and to exercise any and all powers, rights and privileges which are granted to Communities under the Act, as amended, the Declaration, the Bylaws, and the laws applicable to a nonprofit corporation of the State of Colorado.

The foregoing statements of purpose shall be construed as a statement of both purposes and powers. The purposes and powers stated in each clause shall not be limited or restricted by reference to or inference from the terms or provisions of any other clause, but shall be broadly construed as independent purposes and powers.

ARTICLE 6. Qualifications of Members, Voting

The Association will have voting Members. The authorized number and qualifications of Members of the Association, the voting rights, and other rights and privileges of Members, Members' liability for Assessments, and the method of collection of Assessments shall be set forth in the Declaration and Bylaws of the Association.

The Association may suspend the voting rights of a Member for the failure to comply with the Rules or Regulations of the Association or with any other obligations of the Members under the Declaration and Bylaws.

ARTICLE 7. Corporate Office and Registered Agent

The principal office of the Association is 10699 Melody Dr. #D, Northglenn, CO 80234. The registered agent of the Association is John A. Pens at the registered address of 10699 Melody Dr. #D, Northglenn, CO 80234. The principal office of the registered agent and office of the Association may change from time to time, by action of the Board of Directors.

ARTICLE 8. Board of Directors

(a) The business and affairs of the Association shall be conducted, managed and controlled by a Board of Directors. The Board of Directors shall consist of not less

than three (3) nor more than nine (9) members, the specific number to be set forth in the Bylaws of the Association. The terms of office of the members of the Board of Directors shall be staggered, to the extent practicable, so that the terms of approximately one-third (1/3) of the members of the Board of Directors expire annually.

(b) Members of the Board of Directors shall be elected at the annual meeting of the Members in the manner prescribed in the Bylaws.

(c) The names and addresses of the Members of the initial Board of Directors who shall serve until the next election of Directors and until their successors are duly elected and Qualified are as follows:

<u>Director</u>	<u>Address</u>
Michael Garland	4196-B South Mobile Circle Aurora, CO 80013
Deborah Carney	4188-D South Mobile Circle Aurora, CO 80013
Ahmed Mizra	4146-D South Mobile Circle Aurora, CO 80013
Greg DeHetre	4148-A South Mobile Circle Aurora, CO 80013
Leo Bates	4220-A South Mobile Circle Aurora, CO 80013

ARTICLE 9. Officers

The Board of Directors may appoint a President, one or more Vice Presidents, a Secretary, a Treasurer and such other Officers as the Board believes will be in the best interest of the Association. The Officers shall have such duties as may be prescribed in the Bylaws, Articles of Incorporation, Declaration and by Colorado law.

ARTICLE 10. Amendment

Amendment of these Articles shall require the assent of seventy-five percent (75%) of the Members of the Association; provided however, that no amendment to these Articles of Incorporation shall be contrary to or inconsistent with the provisions of the Declaration.

ARTICLE 11. Conveyances and Encumbrances

Corporate property may be conveyed or encumbered by authority of the Board of Directors or by such person or persons to whom the authority may be delegated by resolution of the Board. Conveyances or encumbrances shall be by an instrument executed by the President or a Vice President and by the Secretary or an Assistant Secretary, or executed by such other person or persons to whom such authority may be delegated by the Bylaws or the Board.

ARTICLE 12. General

This Association is one which does not contemplate pecuniary gain or profit to the Members thereof and is organized for nonprofit purposes. This Association does not afford pecuniary gain to its Members incidentally or otherwise, but Members shall be reimbursed for authorized, reasonable costs they may incur for or on behalf of the Association.

ARTICLE 13. Dissolution

In the event of the dissolution of the Association as a corporation, either voluntarily or involuntarily by the Members hereof, by operation of law or otherwise, then the assets of the Association shall be deemed to be owned by the Members at the date of dissolution, as a part of their Lot, in proportion to their allocated interests, unless otherwise agreed or provided by law.

ARTICLE 14. Interpretation

Express reference is hereby made to the terms and provisions of the Declaration, which shall be referred to when necessary to interpret, construe or clarify the provisions of these Articles. In the event of conflict, the terms of the Declaration shall control over these Articles of Incorporation and the Bylaws. In the case of conflict between the provisions of these Articles of Incorporation and the Bylaws, these Articles of Incorporation shall control.

Causing a document to be delivered to the Secretary of State for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that the document is the individual's act and deed or the act and deed of the entity on whose behalf the individual is causing the document to be delivered for filing and that the facts stated in the document are true.

Please return to:

**John A. Pens, LLC
10699 Melody Drive, #D
Northglenn, CO 80234
(303) 457-6945**