

**ARTICLES OF INCORPORATION
OF
HAY CREEK PRESERVE HOMEOWNERS ASSOCIATION, INC.**

These Articles of Incorporation of Hay Creek Preserve Homeowners Association, Inc. (the "Articles") have been adopted pursuant to the Colorado Revised Nonprofit Corporation Act, C.R.S. § 7-121-101 et seq. (the "Nonprofit Act").

**ARTICLE I
NAME**

The name of this corporation is Hay Creek Preserve Homeowners Association, Inc. (the "Association").

**ARTICLE II
PURPOSES AND POWERS**

The purposes for which the Association is formed, and its powers, are as follows:

(a) To provide a means of self-government for the owners of the lots within the common interest community known as Hay Creek Valley (the "Community") and to advance said owners' common interest with respect to the covenant, conditions, and restrictions set forth in the Declaration of Covenants, Conditions and Restrictions for Hay Creek Valley, as may be amended and/or supplemented from time to time, to be recorded in the real property records of El Paso County, Colorado (the "Declaration"). Any initially capitalized terms not otherwise defined herein shall have the same meaning as set forth in the Declaration.

(b) To provide services to the Owners in accordance with the Declaration.

(c) To provide for the maintenance, preservation, architectural control, operation, and management of the Community for the health, safety, and welfare of the Owners, and for the preservation of the value and aesthetic character of the residential Lots and Common Elements as described in the Declaration and incorporated herein by reference.

(d) To perform all other duties and exercise all other powers and rights of the Association as set forth in the Declaration and Colorado law.

(e) To exercise and carry out the powers and duties now or hereafter granted, or imposed, by law, the Declaration, or the Association's Bylaws, and to do such other lawful acts or things reasonably necessary for carrying out the Association's purposes; provided, that no actions shall be authorized or undertaken which violate any state or federal laws applicable to nonprofit associations or which would cause the Association to violate its nonprofit status under the Internal Revenue Code of 1986, as amended, and the Regulations related thereto.

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**ARTICLE III
NO PECUNIARY GAIN**

The Association shall not afford pecuniary gain, incidentally or otherwise, to its Members; provided that Members may be reimbursed for out-of-pocket expenses incurred in carrying out duties on behalf of the Association, as provided in the Bylaws, subject to approval by the Board of Directors.

**ARTICLE IV
DURATION**

The duration of the Association shall be perpetual.

**ARTICLE V
PRINCIPAL OFFICE AND REGISTERED AGENT**

(a) The street address and mailing address of the Association's initial principal office is 555 Middle Creek Pkwy Ste 500, Colorado Springs, CO 80921.

(b) The name of the Association's initial registered agent is View Homes Incorporated and such registered agent's street and mailing address is 555 Middle Creek Pkwy Ste 500, Colorado Springs, CO 80921.

**ARTICLE VI
INCORPORATOR**

The name and mailing address of the incorporator of the Association are View Homes Incorporated, 555 Middle Creek Pkwy Ste 500, Colorado Springs, CO 80921

**ARTICLE VII
BOARD OF DIRECTORS**

The business of the Association shall be managed by the Board of Directors which shall consist of three (3) to five (5) directors, which number may be further set in the Association's Bylaws. The names and addresses of the initial persons who are to act in the capacity of directors, and their corresponding offices, are:

Tim Buschar, President
555 Middle Creek Pkwy Ste 500
Colorado Springs, CO 80921

Sandra Hazelton, Secretary
555 Middle Creek Pkwy Ste 500
Colorado Springs, CO 80921

Mary Shaw, Treasurer
555 Middle Creek Pkwy Ste 500
Colorado Springs, CO 80921

**ARTICLE VIII
LIABILITY**

(a) The Members of the Association shall not be subject to any personal liability for corporate obligations.

(b) There shall be no personal liability, either direct or indirect, of any director or officer of the Association to the Association or its Members for monetary damages for any breach(es) of fiduciary duty as a director or officer, except that this provision shall not eliminate the liability of a director or officer to the Association or its Members for monetary damages for any breach, act, omission or transaction as to which the Nonprofit Act (as in effect from time to time) expressly prohibits the elimination of liability. This provision is effective on the date of filing with the Colorado Secretary of State and shall not eliminate or limit the liability of a director or officer to the Association or to its Members for monetary damages for any act or omission occurring prior to such date. However, this provision shall not limit the rights of Directors or officers of the Association for indemnification or other assistance from the Association. Also, this provision shall not restrict or otherwise diminish the provisions of Section 13-21-116, Colorado Revised Statutes, as amended, or any other law that would limit or eliminate liabilities. Any repeal or modification of the foregoing provisions of this Article by the Members, or any repeal or modification of the provisions of the Colorado Revised Nonprofit Corporation Act which permits the limitation or elimination of liability of director or officers, shall not adversely affect any elimination of liability, or any right or protection, for any breach, act, omission or transaction that occurred prior to the time of such repeal or modification.

**ARTICLE IX
MEMBERSHIP**

The Association shall be a membership corporation without certificates or shares of stock. The members of this Association shall be those persons described as Members in the Declaration and Bylaws of the Association. Membership in the Association shall be transferable, but only as an appurtenance to and together with title to the Lots, as defined in the Declaration, to which the membership is allocated.

**ARTICLE X
VOTING**

(a) The Association shall have voting members as provided in the Declaration and Bylaws of the Association.

(b) Cumulative voting shall not be allowed in the election of directors or otherwise.

**ARTICLE XI
ADOPTION OF BYLAWS**

The initial Bylaws of the Association shall be adopted by the Board of Directors. Subsequently, the power to amend, adopt, or repeal the Bylaws of the Association shall be vested in the Board of Directors and the Members of the Association, as provided in the Bylaws.

**ARTICLE XII
MEETINGS**

The Association shall hold meetings of its Members, at such time and in such manner as shall be specified in the Bylaws.

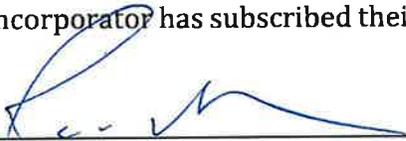
**ARTICLE XIII
AMENDMENTS**

Except for an amendment permitted under the Nonprofit Act to be made by the Board without Member action, amendment of these Articles shall require the majority assent of a quorum of Members voting in person or by proxy at an annual meeting of the Members or at a special meeting called for such purpose; provided, however, that no amendment to these Articles shall be contrary to or inconsistent with any provision of the Declaration.

**ARTICLE XIV
DISSOLUTION, MERGER OR CONSOLIDATION**

The Association may be dissolved, merged, or consolidated with the assent given in writing and signed by Members holding not less than sixty-seven percent (67%) of the voting power in the Association. Any merger or consolidation shall comply with C.R.S. § 38-33.3-221 and the Nonprofit Act. Upon dissolution of the Association other than incident to a merger or consolidation, the assets of the Association shall be distributed and transferred as the Members may direct, subject to the requirements, limitation, and other provisions of the Declaration. In such event, the assets may be granted, conveyed and assigned to any public agency, nonprofit corporation, association, trust or other organization to be devoted to purposes similar to those for which this Association was created.

IN WITNESS WHEREOF, the undersigned incorporator has subscribed their name this 1 day of NOVEMBER 2024

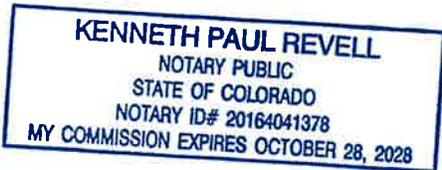


Print Name: Randall O'Leary

Title: President of View Homes Incorporated

STATE OF COLORADO)
) ss.
COUNTY OF EL PASO)

Subscribed and sworn to me this 1 day of NOVEMBER, 2024 by Randall O'Leary as agent for View Homes Incorporated.





Notary Public
My commission expires: OCT 28, 2028