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Colorado Secretary of State
Date and Time: 08/17/2017 04:12 PM
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Document number: 20171619083
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ABOVE SPACE FOR OFFICE USE ONLY

Articles of Incorporation for a Nonprofit Corporation

filed pursuant to § 7-122-101 and § 7-122-102 of the Colorado Revised Statutes (C.R.S.)

1. The domestic entity name for
the nonprofit corporation is

Flying Horse North Homeowners Association, Inc.

(Caution: The use of certain terms or abbreviations are restricted by law. Read instructions for more information.)

2. The principal office address of the nonprofit corporation's initial principal office is

Street address

6385 Corporate Drive

(Street number and name)

Suite 200

Colorado Springs

(City)

CO

(State)

80919

(ZIP/Postal Code)

United States

(Province – if applicable)

(Country)

Mailing address

(leave blank if same as street address)

(Street number and name or Post Office Box information)

(City)

(State)

(ZIP/Postal Code)

(Province – if applicable)

(Country)

3. The registered agent name and registered agent address of the nonprofit corporation's initial registered agent are

Name

(if an individual)

(Last)

(First)

(Middle)

(Suffix)

OR

(if an entity)

Elite Properties of America, Inc.

(Caution: Do not provide both an individual and an entity name.)

Street address

6385 Corporate Drive

(Street number and name)

Suite 200

Colorado Springs

(City)

CO

(State)

80919

(ZIP Code)

Mailing address

(leave blank if same as street address)

(Street number and name or Post Office Box information)

(City) CO _____
(State) (ZIP Code)

(The following statement is adopted by marking the box.)

- ☒ The person appointed as registered agent above has consented to being so appointed.

4. The true name and mailing address of the incorporator are

Name

(if an individual)

(Last) (First) (Middle) (Suffix)

OR

(if an entity)

Elite Properties of America, Inc.

(Caution: Do not provide both an individual and an entity name.)

Mailing address

6385 Corporate Drive

(Street number and name or Post Office Box information)

Suite 200

Colorado Springs

(City)

CO

(State)

80919

(ZIP/Postal Code)

United States

(Country)

(Province -- if applicable)

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

- ☐ The corporation has one or more additional incorporators and the name and mailing address of each additional incorporator are stated in an attachment.

5. (If the following statement applies, adopt the statement by marking the box.)

- ☒ The nonprofit corporation will have voting members.

6. Provisions regarding the distribution of assets on dissolution:

See attachment.

7. (If the following statement applies, adopt the statement by marking the box and include an attachment.)

☒ This document contains additional information as provided by law.

8. (Caution: Leave blank if the document does not have a delayed effective date. Stating a delayed effective date has significant legal consequences. Read instructions before entering a date.)

(If the following statement applies, adopt the statement by entering a date and, if applicable, time using the required format.)

The delayed effective date and, if applicable, time of this document is/are _____
(mm/dd/yyyy hour:minute am/pm)

Notice:

Causing this 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 that the individual in good faith believes the document is the act and deed of the person on whose behalf the individual is causing the document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S., the constituent documents, and the organic statutes, and that the individual in good faith believes the facts stated in the document are true and the document complies with the requirements of that Part, the constituent documents, and the organic statutes. This perjury notice applies to each individual who causes this document to be delivered to the Secretary of State, whether or not such individual is named in the document as one who has caused it to be delivered.

9. The true name and mailing address of the individual causing the document to be delivered for filing are

Jolivet	Caroleen		
(Last)	(First)	(Middle)	(Suffix)
102 South Tejon Street			
(Street number and name or Post Office Box information)			
Suite 900			
Colorado Springs	CO	80903	
(City)	(State)	(ZIP/Postal Code)	
	United States		
(Province -- if applicable)	(Country)		

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

☐ This document contains the true name and mailing address of one or more additional individuals causing the document to be delivered for filing.

Disclaimer:

This form/cover sheet, and any related instructions, are not intended to provide legal, business or tax advice, and are furnished without representation or warranty. While this form/cover sheet is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form/cover sheet. Questions should be addressed to the user's legal, business or tax advisor(s).

**ATTACHMENT
TO
ARTICLES OF INCORPORATION
OF
FLYING HORSE NORTH HOMEOWNERS ASSOCIATION, INC.**

The following provisions are hereby attached to and made a part of the Articles of Incorporation of Flying Horse North Homeowners Association, Inc., a Colorado non-profit corporation (the "Association").

10. **Voting.** The Association shall have voting members as provided in the Declaration of Covenants, Conditions, Restrictions and Easements for Flying Horse North (the "Declaration") and the Bylaws of the Association. Cumulative voting is prohibited.

11. **Distribution of Assets on Dissolution.** Upon the dissolution of the Association, the assets of the Association shall be disposed of according to the procedure outlined in the Colorado Revised Nonprofit Corporation Act.

12. **Additional Provisions.**

12.1 **Purposes.** The purposes and objectives for which this Association is formed (none of which shall be for pecuniary profit) are set forth in the Bylaws of the Association and in the Declaration.

12.2 **Restrictions Upon the Powers.** This Association is not organized for profit. No Member, member of the Board of Directors, or person from whom the Association may receive any property or funds, shall receive or shall be lawfully entitled to receive any pecuniary profit from the operations thereof; and in no event shall any part of the funds or assets of the Association be paid as salary or compensation to, or distributed to, or inure to the benefit of, any Member of the Board of Directors. The foregoing, however, shall neither prevent nor restrict the following: (1) reasonable compensation may be paid to any Member or Director while acting as an agent or employee of the Association for services rendered in affecting one or more of the purposes of the Association, and (2) any Member or Director may, from time to time, be reimbursed for his or her actual and reasonable expenses incurred in connection with the administration of the affairs of the Association.

12.3 **Board of Directors.** The management of the affairs of the Association shall be vested in a Board of Directors. The number of Directors, their term of office and manner of their selection and election shall be determined according to the Declaration and the Bylaws of the Association from time to time in force.

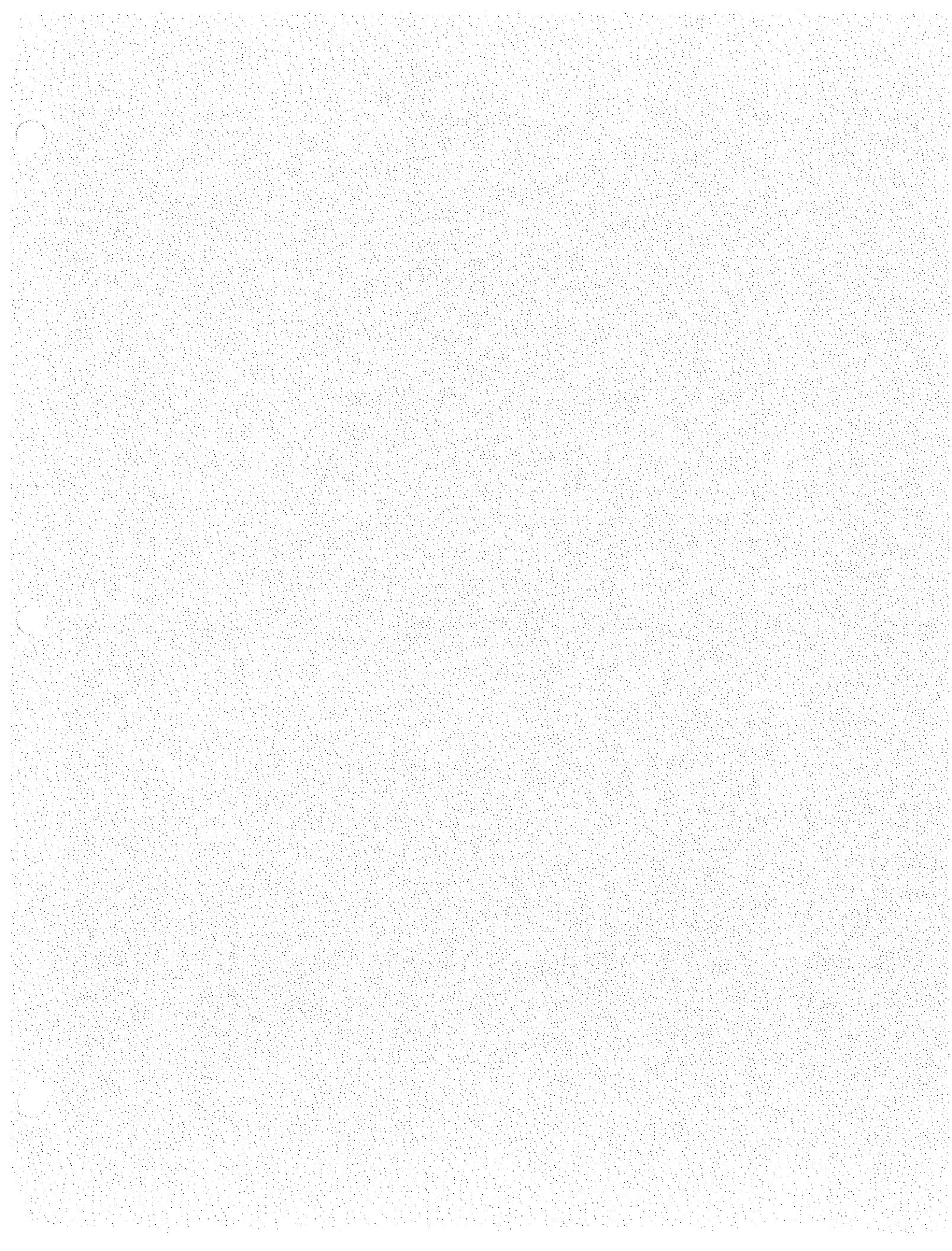
12.4 **Bylaws.** The initial bylaws of the Association shall be as adopted by the Board of Directors. Such board shall have power to alter, amend or repeal the bylaws from time to time in force and to adopt new bylaws. Such bylaws may contain any provisions for the regulation or management of the affairs of the Association which are not inconsistent with the laws of the

State of Colorado, the Declaration, or these Articles of Incorporation, as the same may from time to time be amended.

12.5 Indemnification of Officers, Directors, and Managing Agent.

12.5.1 Indemnification. The Association shall indemnify every Director and officer, their respective successors, estate, personal representatives and heirs, against all loss, costs and expenses, including attorneys' fees, reasonably incurred by them concerning any action, suit or proceeding to which they may be made parties because of their being or having been a Director or officer of the Association, except as to matters as to which they shall be finally adjudged in such action, suit or proceeding to be liable for gross negligence or willful misconduct or as otherwise prohibited by the Colorado Revised Nonprofit Corporation Act, as amended from time to time. In case of a settlement (which must be approved by the attorney for the insurers if paid out of insurance funds), indemnification shall be provided only concerning such matters covered by the settlement about which the Association is advised by the Association's attorneys that the person to be indemnified has not been guilty of gross negligence or willful misconduct in the performance of his duties as such Director or officer in relation to the matter involved. These rights shall not be exclusive of other rights to which such Director or officer may be entitled. All liability, loss, damage, cost, and expense incurred or suffered by the Association because of, arising out of, or concerning the foregoing indemnification provisions shall be treated and handled by the Association as common expenses; provided, however, that nothing in this Section 12.5 shall be deemed to obligate the Association to indemnify any Member(s) or Owner(s) of a Lot, who is or has been a Director or Officer of the Association, with respect to any duties or obligations assumed or liabilities incurred by him under and by virtue of such person's status as a Member or Owner under the Declaration, Articles and Bylaws.

12.5.2 Other. Contracts or other commitments made by the Board of Directors, officer(s) or the managing agent shall be made as agent for the Association, and they shall have no personal responsibility on any such contract or commitment.



Date of this notice: 08-21-2017

Employer Identification Number:
82-2549241

Form: SS-4

Number of this notice: CP 575 A

FLYING HORSE NORTH HOMEOWNERS
ASSOCIATION INC
% DREW BALSICK
6385 CORPORATE DR STE 200
COLORADO SPGS, CO 80919

For assistance you may call us at:
1-800-829-4933

IF YOU WRITE, ATTACH THE
STUB AT THE END OF THIS NOTICE.

WE ASSIGNED YOU AN EMPLOYER IDENTIFICATION NUMBER

Thank you for applying for an Employer Identification Number (EIN). We assigned you EIN 82-2549241. This EIN will identify you, your business accounts, tax returns, and documents, even if you have no employees. Please keep this notice in your permanent records.

When filing tax documents, payments, and related correspondence, it is very important that you use your EIN and complete name and address exactly as shown above. Any variation may cause a delay in processing, result in incorrect information in your account, or even cause you to be assigned more than one EIN. If the information is not correct as shown above, please make the correction using the attached tear off stub and return it to us.

Based on the information received from you or your representative, you must file the following form(s) by the date(s) shown.

Form 1120

04/15/2018

If you have questions about the form(s) or the due date(s) shown, you can call us at the phone number or write to us at the address shown at the top of this notice. If you need help in determining your annual accounting period (tax year), see Publication 538, *Accounting Periods and Methods*.

We assigned you a tax classification based on information obtained from you or your representative. It is not a legal determination of your tax classification, and is not binding on the IRS. If you want a legal determination of your tax classification, you may request a private letter ruling from the IRS under the guidelines in Revenue Procedure 2004-1, 2004-1 I.R.B. 1 (or superseding Revenue Procedure for the year at issue). Note: Certain tax classification elections can be requested by filing Form 8832, *Entity Classification Election*. See Form 8832 and its instructions for additional information.

IMPORTANT INFORMATION FOR S CORPORATION ELECTION:

If you intend to elect to file your return as a small business corporation, an election to file a Form 1120-S must be made within certain timeframes and the corporation must meet certain tests. All of this information is included in the instructions for Form 2553, *Election by a Small Business Corporation*.

If you are required to deposit for employment taxes (Forms 941, 943, 940, 944, 945, CT-1, or 1042), excise taxes (Form 720), or income taxes (Form 1120), you will receive a Welcome Package shortly, which includes instructions for making your deposits electronically through the Electronic Federal Tax Payment System (EFTPS). A Personal Identification Number (PIN) for EFTPS will also be sent to you under separate cover. Please activate the PIN once you receive it, even if you have requested the services of a tax professional or representative. For more information about EFTPS, refer to Publication 966, *Electronic Choices to Pay All Your Federal Taxes*. If you need to make a deposit immediately, you will need to make arrangements with your Financial Institution to complete a wire transfer.

The IRS is committed to helping all taxpayers comply with their tax filing obligations. If you need help completing your returns or meeting your tax obligations, Authorized e-file Providers, such as Reporting Agents (payroll service providers) are available to assist you. Visit the IRS Web site at www.irs.gov for a list of companies that offer IRS e-file for business products and services. The list provides addresses, telephone numbers, and links to their Web sites.

To obtain tax forms and publications, including those referenced in this notice, visit our Web site at www.irs.gov. If you do not have access to the Internet, call 1-800-829-3676 (TTY/TDD 1-800-829-4059) or visit your local IRS office.

IMPORTANT REMINDERS:

- * Keep a copy of this notice in your permanent records. **This notice is issued only one time and the IRS will not be able to generate a duplicate copy for you.** You may give a copy of this document to anyone asking for proof of your EIN.
- * Use this EIN and your name exactly as they appear at the top of this notice on all your federal tax forms.
- * Refer to this EIN on your tax-related correspondence and documents.

If you have questions about your EIN, you can call us at the phone number or write to us at the address shown at the top of this notice. If you write, please tear off the stub at the bottom of this notice and send it along with your letter. If you do not need to write us, do not complete and return the stub.

Your name control associated with this EIN is FLYI. You will need to provide this information, along with your EIN, if you file your returns electronically.

Thank you for your cooperation.

08-21-2017 FLYI B 9999999999 SS-4

CP 575 A (Rev. 7-2007)

CP 575 A

999999999999

DATE OF THIS NOTICE: 08-21-2017
EMPLOYER IDENTIFICATION NUMBER: 82-2549241
FORM: SS-4 NOBOD

FLYING HORSE NORTH HOMEOWNERS
ASSOCIATION INC
% DREW BALSICK
6385 CORPORATE DR STE 200
COLORADO SPGS, CO 80919

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October 20, 2017

Board of Directors of
Flying Horse North Homeowners Association, Inc.
6385 Corporate Drive, Suite 200
Colorado Springs, CO 80919

Re: Representation Letter – Board of Directors of
Flying Horse North Homeowners Association, Inc.

Dear Board of Directors:

This letter is written to you to notify and confirm with you that this firm represents the developer of the community and the declarant named in the declaration (the "Declarant"). We do not represent Flying Horse North Homeowners Association, Inc. (the "Association"), nor do we represent the individual board members of the Association or owners within the Association.

The Declarant has asked our firm to perform legal services for the Declarant in connection with the development and the Association. Our role in the formation of the Association does not mean that we are attorneys for the Association and, as such, you may not look to us for legal advice.

It is our duty as attorneys for the Declarant to place the Declarant's welfare and interests ahead of any interests of the Association, including each individual on the Board of Directors of the Association. Any action we undertake on behalf of the Declarant with respect to the Association is in the best interests of the Declarant. While in many cases what is best for the Declarant will also be best for the Association, there are numerous reasons why the Association may have differing interests and would benefit from separate legal representation. For example, the Association's financial interests and needs may differ from those of the Declarant. In addition, disputes may arise between the Association and Declarant, or transactions and disputes with third parties may raise conflicts between the Association and Declarant.

In short, the Association and the Board of Directors of the Association must be aware of how the Declarant's interests may be different than your interests, and that it may be necessary or prudent for the Association to retain its own separate attorney.

Mulliken Weiner Berg & Jolivet P.C.

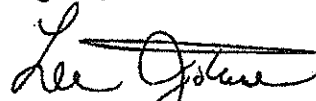
Board of Directors of
Flying Horse North Homeowners Association, Inc.
October 20, 2017
Page 2

When this firm provides advice to the Declarant, we are not providing advice to its members who also serve on the Board of Directors of the Association, except as you are also representatives of the Declarant. You should keep in mind special rules that apply to the confidentiality of attorney-client communications relating to our representation of the Declarant. In general, communications between attorneys and their clients are privileged and may not be disclosed to third parties without the clients' consent. Because the Declarant is our client, confidential communications between us and you concerning matters within the scope of our representation of Declarant are privileged as to third parties. However, you should not disclose or discuss matters pertaining to your involvement with the Board of Directors of the Association with anyone associated with our firm.

Further, as the Declarant's attorneys, we cannot ethically conceal a problem we discover in the course of our representation concerning the Declarant or any Director concerning the Declarant. Instead, we would be required to disclose that information to the Declarant, even if that disclosure could be to the detriment of one or more Directors. Similarly, the Rules of Professional Conduct require that we owe our undivided loyalty to the Declarant. This permits and may require us to act adversely to the interest of any individual Association Director or officer if that is in the best interest of the Declarant. For this reason, you should keep in mind that we are not able to act as counsel for any individual Director or officer, and you should not confide in us matters you would not want disclosed to the Declarant. Should such a situation arise, you should consult with your own legal counsel.

In order to ensure the Association and the Board of Directors of the Association has received and understands this notification, please acknowledge such receipt and understanding of this letter by signing both originals, and: (a) return one signed original to the firm in the enclosed envelope; and (b) recognize and acknowledge this letter at the next Association board meeting and include the second signed original in the minutes of that meeting.

Best regards,



Caroleen F. Jolivet

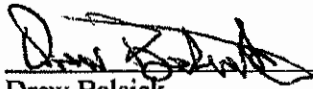
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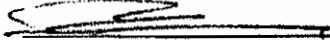
Mulliken Weiner Berg & Jolivet P.C.

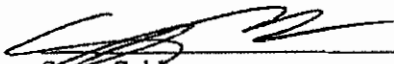
Board of Directors of
Flying Horse North Homeowners Association, Inc.
October 20, 2017
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RECEIVED AND ACKNOWLEDGED on Nov 16, 2017.

Flying Horse North Homeowners Association, Inc.,
a Colorado non-profit corporation

By: 
Name: Drew Balsick
Title: Director and President

By: 
Name: Jerry Richardson
Title: Director and Vice President

By: 
Name: Steve Schlosser
Title: Director and Secretary