

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

2138 Flying Horse Club Drive

(Street number and name or Post Office Box information)

Colorado Springs

(City)

CO

(State)

80921

(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

Richardson Jerald _____
(Last) (First) (Middle) (Suffix)
2138 Flying Horse Club Drive
(Street number and name or Post Office Box information)

Colorado Springs CO 80921
(City) (State) (ZIP/Postal Code)

(Province – if applicable) United States _____
(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
STERLING RANCH EAST
HOMEOWNERS ASSOCIATION, INC.**

The following provisions are hereby attached to and made a part of the Articles of Incorporation of Sterling Ranch East 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 Sterling Ranch East (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 such person’s 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, and their respective successors, estate, personal representatives and heirs, against all losses, costs and expenses, including without limitation reasonable attorneys' fees, 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 in 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 grossly negligent or engaged in willful misconduct in the performance of such person's 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 or Owner 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 such person under and by virtue of such person's status as a Member or Owner under the Governing Documents.

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 such agents shall have no personal responsibility on any such contract or commitment.

12.6 Capitalized Terms. Any capitalized terms not herein defined shall have the same meaning as set forth in the Bylaws of the Association or in the Declaration.

OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

CERTIFICATE OF FACT OF GOOD STANDING

I, Jena Griswold, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office,

Sterling Ranch East Homeowners Association, Inc.

is a

Nonprofit Corporation

formed or registered on 02/28/2023 under the law of Colorado, has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 20231238791 .

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 02/27/2023 that have been posted, and by documents delivered to this office electronically through 02/28/2023 @ 13:54:48 .

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, and issued this official certificate at Denver, Colorado on 02/28/2023 @ 13:54:48 in accordance with applicable law. This certificate is assigned Confirmation Number 14738967 .



A handwritten signature in blue ink that reads "Jena Griswold".

Secretary of State of the State of Colorado

*****End of Certificate*****

Notice: A certificate issued electronically from the Colorado Secretary of State's website is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Validate a Certificate page of the Secretary of State's website, <https://www.coloradosos.gov/biz/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our website, <https://www.coloradosos.gov> click "Businesses, trademarks, trade names" and select "Frequently Asked Questions."