

OFFICE OF THE SECRETARY OF STATE  
OF THE STATE OF COLORADO

**CERTIFICATE OF DOCUMENT FILED**

I, Jena Griswold, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office, the attached document is a true and complete copy of the

Articles of Incorporation

with Document # 20061365335 of  
Big R Lot Owners Association, Inc

Colorado Nonprofit Corporation

(Entity ID # 20061365335 )

consisting of 7 pages.

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 06/27/2025 that have been posted, and by documents delivered to this office electronically through 06/30/2025 @ 11:25:55.

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 06/30/2025 @ 11:25:55 in accordance with applicable law. This certificate is assigned Confirmation Number 17449809



*Jena Griswold*

Secretary of State of the State of Colorado

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

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Colorado Secretary of State  
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## Articles of Incorporation for a Nonprofit Corporation

filed pursuant to [§7-90-301](#), et seq. and [§7-122-101](#) of the Colorado Revised Statutes (C.R.S.)

1. Entity name:

Big R Lot Owners Association, Inc

*(The name of a nonprofit corporation may, but need not, contain the term or abbreviation "corporation", "incorporated", "company", "limited", "corp.", "inc.", "co." or "ltd." §7-90-601, C.R.S.)*

2. Use of Restricted Words *(if any of these terms are contained in an entity name, true name of an entity, trade name or trademark stated in this document, mark the applicable box):*

- ☐ "bank" or "trust" or any derivative thereof  
☐ "credit union" ☐ "savings and loan"  
☐ "insurance", "casualty", "mutual", or "surety"

3. Principal office street address:

28485 Highway 6 & 24

*(Street name and number)*

Rifle

*(City)*

CO

*(State)*

81650

*(Postal/Zip Code)*

United States

*(Country – if not US)*

*(Province – if applicable)*

4. Principal office mailing address:  
 (if different from above)

P.O. Box 9

*(Street name and number or Post Office Box information)*

Rifle

*(City)*

CO

*(State)*

81650

*(Postal/Zip Code)*

United States

*(Country – if not US)*

*(Province – if applicable)*

5. Registered agent: (if an individual):

CLIFTON

*(Last)*

BARBARA

*(First)*

L.

*(Middle)*

*(Suffix)*

**OR** (if a business organization):

6. The person appointed as registered agent in the document has consented to being so appointed.

7. Registered agent street address:

120 West Third Street

*(Street name and number)*

Rifle

*(City)*

CO

*(State)*

81650

*(Postal/Zip Code)*

8. Registered agent mailing address:  
 (if different from above)

P.O. Box 907

*(Street name and number or Post Office Box information)*

Rifle CO 81650  
(City) (State) (Postal/Zip Code)  
United States  
(Province – if applicable) (Country – if not US)

9. If the corporation's period of duration is less than perpetual, state the date on which the period of duration expires:

(mm/dd/yyyy)

10. (Optional) Delayed effective date:

(mm/dd/yyyy)

11. Name(s) and address(es) of incorporator(s): (if an individual)

Regulski Robert M.  
(Last) (First) (Middle) (Suffix)

OR (if a business organization)

P. O. Box 9  
(Street name and number or Post Office Box information)

Rifle CO 81650  
(City) (State) (Postal/Zip Code)  
United States  
(Province – if applicable) (Country – if not US)

(if an individual)

Van Domelen Peter  
(Last) (First) (Middle) (Suffix)

OR (if a business organization)

c/o Reese, Henry & Co  
(Street name and number or Post Office Box information)

400 Main Street

Aspen CO 81611  
(City) (State) (Postal/Zip Code)  
United States  
(Province – if applicable) (Country – if not US)

(if an individual)

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

OR (if a business organization)

(Street name and number or Post Office Box information)

(City) (State) (Postal/Zip Code)  
United States  
(Province – if applicable) (Country – if not US)

(If more than three incorporators, mark this box ☐ and include an attachment stating the names and addresses of all incorporators.)

12. The nonprofit corporation is formed under the Colorado Revised Nonprofit Corporation Act.
13. The corporation will ☒ **OR** will not ☐ have voting members.
14. A description of the distribution of assets upon dissolution is attached.
15. Additional information may be included pursuant to §7-122-102, C.R.S. and other organic statutes. If applicable, mark this box ☒ and include an attachment stating the additional information.

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.

16. Name(s) and address(es) of the individual(s) causing the document to be delivered for filing:

<u>Clifton</u>	<u>Barbara</u>	<u>L.</u>	
<small>(Last)</small>	<small>(First)</small>	<small>(Middle)</small>	<small>(Suffix)</small>
<u>P.O. Box 907</u>			
<small>(Street name and number or Post Office Box information)</small>			
<hr/>			
<u>Rifle</u>	<u>CO</u>	<u>81650</u>	
<small>(City)</small>	<small>(State)</small>	<small>(Postal/Zip Code)</small>	
<u></u>	<u>United States</u>		
<small>(Province – if applicable)</small>	<small>(Country – if not US)</small>		

*(The document need not state the true name and address of more than one individual. However, if you wish to state the name and address of any additional individuals causing the document to be delivered for filing, mark this box ☐ and include an attachment stating the name and address of such individuals.)*

#### Disclaimer:

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**ATTACHMENT TO ARTICLES OF INCORPORATION  
OF  
BIG R LOT OWNERS ASSOCIATION, INC.**

**ARTICLE I  
PURPOSES AND POWERS**

The purposes for which this Corporation is organized and its powers are as follows:

- a. To manage, protect, operate and maintain the road and easements serving the Big R Commercial Park Subdivision, as set forth on the Plat thereof, recorded in the Office of the Garfield County Clerk and Recorder.
- b. To administer and enforce the Covenants, Conditions, and Restrictions, including architectural control, for the development of the Big R Commercial Park Subdivision as set forth on the Plat thereof and in the Declaration of Covenants, Conditions, and Restrictions for the Big R Commercial Park Subdivision (the Declaration), recorded in the Office of the Garfield County Clerk and Recorder, for the benefit of its respective members.
- c. To have and exercise, generally all power and to do and perform all the acts which shall or may be necessary or proper to carry out and put into effect the purposes for which the Corporation was formed and as provided by law; provided, however, that the enumeration in these Articles of Incorporation of specific powers shall not be construed to limit or restrict in any manner whatsoever the general powers conferred upon nonprofit corporations under the laws of the State of Colorado.
- d. To have an exercise, generally, all purposes and powers set forth for a unit owners association under the Colorado Common Interest Ownership Act.
- e. Notwithstanding the foregoing stated purposes, the Corporation is organized exclusively for purposes of holding and maintaining mutually owned and used rights-of-way and easement and enforcing the Declarations of Covenants, Conditions and Restrictions on a cooperative basis whereby at least 85% of its income shall be derived from assessment to members for the sole purpose of meeting expenses or losses and in full compliance with the requirements of sections 501(c)(4) and (12) of the Internal Revenue Code of 1986.

**ARTICLE II  
MEMBERS AND VOTING**

The Corporation shall be a membership corporation without certificates or shares of stock. Each person or entity who is a record owner, whether one or more persons or entities, including Declarant, of a fee simple title interest in and to any Lot within the Subdivision shall be a member. The foregoing is not intended to include any person or entity who holds an interest in a Lot merely as

security for the performance of a debt or other obligation; or pursuant to an easement, right-of-way, or license that pertains to or affects a Lot or Lots, or appurtenant to, a Lot or Lots. Membership shall be appurtenant to ownership of any Lot which is subject to assessment by the Corporation.

Appurtenant to ownership of Lots 3 through 10 is one (1) vote each, Lot 2 is two (2) votes, and Lot 1 is four (4) votes for the purpose of all Association matters regardless of whether one or more persons or entities own such Lot. Votes may not be voted in fractions. When more than one person holds an interest in the same Lot, all such Owners shall be members and the vote for each Lot shall be cast as the Owners thereof agree, but in no event shall more votes be cast for each such Lot than as set forth in the Declaration. If the Owners of a Lot do not agree as to the manner in which their votes should be cast when called upon to vote, then they shall be treated as having abstained.

Notwithstanding the foregoing, during the period Declarant is the Owner of six (6) or more Lots, the right to vote for the election of the Board of Directors shall be vested solely in Declarant.

### **ARTICLE III NON-LIABILITY OF DIRECTORS, MEMBERS AND OFFICERS**

Under the provisions of Colo. Rev. Stat. § 7-126-103, the directors, officers, employees, and members of this nonprofit Corporation shall not be held individually responsible as such for the acts, debts, contracts, liabilities or obligations of the nonprofit Corporation.

### **ARTICLE IV BOARD OF DIRECTORS**

The affairs of the Corporation shall be governed by a Board of Directors, consisting of not fewer than three (3) persons in accordance with the Bylaws, except that there need be only as many Directors as there are Owners of Lots. The Directors may be nonresidents of Colorado, but all Directors must be Owners of Lots, which in the case of corporate, limited liability company or partnership ownership shall include the general partners, managers, officers and directors of each such corporate, limited liability company or partnership Owner, provided that so long as Declarant is the Owner of six (6) or more Lots, any person may serve as a Director and the exclusive right to vote for the election of the Board of Directors shall be vested solely in Declarant. Once the Declarant no longer has exclusive right to vote for the election of the Board of Directors, the Directors shall be elected at the annual meeting. The name and address of the initial Directors are:

Robert M. Regulski  
P.O. Box 9  
Rifle, CO 81650

Peter Van Domelen  
c/o Reese Henry & Co.  
400 East Main Street  
Aspen, CO 81611

Barbara L. Clifton  
P.O. Box 907  
Rifle, CO 81650

## **ARTICLE V REGULATION OF INTERNAL AFFAIRS**

The general management of the affairs of the Corporation shall be exercised by the Board of Directors and their designated agents. Any action which may be taken at a meeting of the Board of Directors or members may be taken without a meeting, if a consent in writing setting forth the action so taken is signed by all the Directors or members entitled to vote with respect to the subject matter thereof. Such written consent shall have the same force and effect as an unanimous vote of the Directors or members.

## **ARTICLE VI LIQUIDATION AND DISTRIBUTION**

Upon dissolution of the Corporation, all of its assets remaining after payment of liabilities shall be paid over and transferred to one or more exempt organizations as are qualified for exemption from federal income taxes pursuant to section 501(c)(4) and (12) of the Internal Revenue Code of 1986. The proceedings for dissolution shall be conducted in accordance with the Colorado Nonprofit Corporation Act.

## **ARTICLE VII AMENDMENT OF ARTICLES OF INCORPORATION**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the Colorado Nonprofit Corporation Act. Unless otherwise required by the Act, amendments to these Articles for the sole purpose of complying with the requirement of any governmental or quasi-governmental entity or institutional lender authorized to fund, insure or guarantee mortgages on individual Lots may be adopted by resolution of the Board of Directors and no member shall be entitled to vote on any amendment to these Articles of Incorporation for such purpose.

## **ARTICLE VIII MISCELLANEOUS**

Except as to a change in the number of Directors made by amendment to the Bylaws, whenever a provision of the Articles of Incorporation is inconsistent with the Bylaws, the provision of the Articles

of Incorporation shall be controlling. Whenever a provision of the Articles of Incorporation is inconsistent with the Declaration, the provisions of the Declaration shall be controlling.

Unless otherwise defined herein, the words used in these Articles of Incorporation shall have the same meaning as set forth in the Declaration.