



Colorado Secretary of State  
 Date and Time: 01/14/2009 11:32 AM  
 ID Number: 20091029899

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**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

PAINTED PASTURES OWNERS ASSOCIATION

*(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 820 Castle Valley Blvd.  
(Street number and name)  
Suite 108  
New Castle CO 81647  
(City) (State) (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) Guccini Toby  
(Last) (First) (Middle) (Suffix)

**OR**

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

Street address 820 Castle Valley Blvd.  
(Street number and name)  
Suite 108  
New Castle CO 81647  
(City) (State) (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) Raley Ranch Project, LLC  
(Caution: Do not provide both an individual and an entity name.)

Mailing address 8191 East Kaiser Blvd.  
(Street number and name or Post Office Box information)  
\_\_\_\_\_  
Anaheim CA 92808  
(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.)

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

Provisions regarding the distribution of assets on dissolution are included in an 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)

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

<u>Goluba</u>	<u>Neil</u>	<u>W.</u>	
<small>(Last)</small>	<small>(First)</small>	<small>(Middle)</small>	<small>(Suffix)</small>
<u>PO Box 931</u>			
<small>(Street number and name or Post Office Box information)</small>			
<hr/>			
<u>Glenwood Springs</u>	<u>CO</u>	<u>81602</u>	
<small>(City)</small>	<small>(State)</small>	<small>(ZIP/Postal Code)</small>	
<u></u>	<u>United States</u>	<u></u>	
<small>(Province – if applicable)</small>	<small>(Country)</small>		

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

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Upon dissolution, the assets of the corporation shall be applied and distributed in the manner provided by law for nonprofit corporations. The Executive Board shall adopt a resolution recommending a plan of distribution and directing the submission thereof to a vote at a meeting of Members entitled to vote thereon. Such plan of distribution shall be adopted upon receiving at least two-thirds ( $2/3$ ) of the votes which the Members present at the meeting or represented by proxy are entitled to cast. Any corporate assets, or proceeds in liquidation of such assets shall be distributed equally among the Lots and Units. The share to which each Lot or Unit is entitled shall be distributed to the Owner of that Lot or Unit. If a Lot or Unit is owned by multiple parties, the equal distributive share to which the Lot or Unit is entitled shall be distributed in its entirety to the several Owners who shall determine the apportionment of such share as among themselves.