

ARTICLES OF INCORPORATION
OF
FALLS CREEK RANCH ASSOCIATION, INC.

We, the undersigned natural persons of the age of 21 years or more, acting as incorporators of a Non-Profit Corporation, pursuant to the Colorado Corporation Code, C.R.S. 7-40-101 et seq., adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is FALLS CREEK RANCH ASSOCIATION, INC.

SECOND: The period of duration for the corporation shall be perpetual.

THIRD: The purpose or purposes for which this corporation is organized are:

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide Common Area and Elements located on and within that certain tract of land in La Plata County commonly known as Falls Creek Ranch, as more specifically described in the Planned Unit Development plats of record in the offices of the La Plata County Clerk and Records Office, and to promote the health, safety and welfare of the residents within the said property and improvements thereupon situate. In general and in connection with the foregoing, to do any and all things necessary to promote the general welfare of the members and their property interests derived from their membership in the corporation.

FOURTH: The address of the initial registered office of this Corporation is 111 West 9th Street, Durango, CO 81301, and the initial registered agent at such address is David L. West. The address of the principal office of the Corporation is P. O. Box 2023, Durango, CO 81301.

FIFTH: The Corporation shall issue a maximum of one hundred (100) membership certificates. Each certificate shall be entitled to one vote. Each member shall be a natural person. Joint membership shall be extended to husband and wife only. A membership shall entitle members to all rights and privileges in the Corporation subject to such limitations as may be set forth in the By-Laws. Each membership shall be assessable in accordance with the By-Laws of the Corporation.

SIXTH: No distribution of any kind shall be made to the members of the income or profit of the operation of the corporation, provided that upon dissolution or liquidation, the corporation may distribute its assets to the members.

SEVENTH: The number of directors constituting the initial Board of Directors of the Corporation shall be five (5). Their names and addresses are as follows:

	<u>Name</u>	<u>Address</u>
1.	Susan Devin	285 Snowshoe Lane, Durango, CO
2.	Thomas C. Hartney	56 Saddle Lane, Durango, CO
3.	Kenneth L. Marshall	480 Oakcrest Drive, Durango, CO
4.	George L. Myer	580 Oakcrest Drive, Durango, CO
5.	Gary Steres	53 Saddle Lane, Durango, CO

EIGHTH: The name and address of each incorporator is:

	<u>Name</u>	<u>Address</u>
1.	Thomas C. Hartney	56 Saddle Lane, Durango, CO
2.	Kenneth L. Marshall	480 Oakcrest Drive, Durango, CO
3.	David L. West	406 Starwood Trail, Durango, CO

NINTH: The power to alter, amend or repeal the Articles of Incorporation of the corporation shall be reserved to the members who may amend the Articles of Incorporation as provided by law and upon a three-fourths (3/4) vote of the members in favor of such amendment.

TENTH: The Board of Directors shall have the power to make such prudential By-Laws as they may deem necessary and the Board of Directors shall have the power to amend such By-Laws.

DATED this 17th day of June, 1982.

S/ Thomas C. Hartney

S/ Kenneth L. Marshall

S/ David L. West