

ARTICLES OF INCORPORATION  
OF  
SKYLAND COMMUNITY ASSOCIATION

KNOW ALL MEN BY THESE PRESENTS, that the undersigned, in order to establish a non-profit corporation pursuant to the Colorado Non-profit Corporation Act hereby certifies:

ARTICLE I.

Name

The name of this corporation shall be:

SKYLAND COMMUNITY ASSOCIATION

ARTICLE II.

Duration

The corporation shall have perpetual existence.

ARTICLE III.

Purposes

The corporation is established not for profit and its objects and purposes are:

- A. To exercise those design review functions assigned to it in the Declaration of Protective Covenants for SKYLAND, INITIAL FILING, a subdivision in Gunnison County, Colorado, and to perform and exercise all of the rights, duties, and obligations specified or implied by said Declaration of Protective Covenants.
- B. To undertake such other activities which are permissible under the laws of the State of Colorado and are not inconsistent with the rights, duties, and obligations conferred upon it under said Declaration of Protective Covenants.

## ARTICLE IV.

### Powers

The corporation shall have and may exercise all powers conferred upon non-profit corporations organized and existing under the laws of the State of Colorado, and without limiting the foregoing, shall have the following powers:

- A. It may exercise all of the powers and privileges and perform all of the duties and obligations of the Association as set forth in that certain Declaration of Protective Covenants, SKYLAND, INITIAL FILING, and as the same may be amended from time to time as therein provided, hereinafter called the "Declaration".
- B. It may fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration, and pay all expenses in connection therewith and all office and other expenses incident to the conduct of its business.
- C. It may purchase, hold, improve, build upon, operate, maintain, rent, lease, assign, sell and convey and receive gifts and otherwise acquire real property in fee simple or by lease as the purposes of the corporation shall require or appear to be served, without limit as to amount.
- D. It may borrow money, and mortgage, pledge or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.
- E. Insofar as permitted by law, to do any other thing that, in the opinion of the Board of Directors, will promote the common benefit and enjoyment of its members.

## ARTICLE V.

### Powers

The corporation shall have and may exercise all powers conferred upon non-profit corporations organized and existing under the laws of the State of Colorado, and without limiting the foregoing, shall have the following powers:

## ARTICLE VI.

### Members

A. The owner of a lot in SKYLAND, INITIAL FILING, or any subsequent filings of Skyland Properties, a Colorado limited partnership or its assignees, and the owner of each legal resubdivision of any lot therein, whether by subdivision into additional lots or townhouses, or submission thereof to condominium ownership shall be entitled and required to be a member of the corporation, and shall remain a member of the corporation for the period of ownership of such lot, tract, or unit.

B. The terms and conditions of membership shall be as set forth in the Articles and Bylaws of this corporation and the Declaration of Protective Covenants of Skyland.

C. There shall be one class of members. The corporation may issue a certificate evidencing membership therein.

D. Members shall be entitled to vote as follows:  
One vote per each Single Family Lot.

One vote per each Duplex Lot, unless the same has been resubdivided, in which case there shall be one vote per unit for which a certificate of occupancy has been issued.

Ten votes per each Commercial Tract, plus one additional vote per unit for each condominium or townhouse unit thereon for which a certificate of occupancy has been issued.

One vote per Multi-Family Tract until such time as the same has been resubdivided, when there shall be one vote per each condominium or townhouse unit thereon for which a certificate of occupancy has been issued.

Ten votes for the Employee Housing Tract, in addition to one vote for each condominium or townhouse unit thereon for which a certificate of occupancy has been issued and which has been sold to a bona fide purchaser; provided however that the total of all votes for the Employee Housing Tract shall not exceed 60.

E. Skyland Properties, a Colorado limited partnership, as the Declarant under the Declaration of Protective Covenants for SKYLAND, INITIAL FILING, has reserved the right to file subsequent plats of record in the office of the Gunnison County Clerk and Recorder and thereby to bring additional property under the restrictions set forth in the Declaration of Protective Covenants for SKYLAND, INITIAL FILING. Under the terms of said Declaration, the same shall be accomplished by the filing of supplements to said Declaration. Said supplements shall set forth the voting rights of the additional memberships in this corporation created by such subsequent filings, and the corporation shall be bound thereby.

ARTICLE VII.

Board of Directors

- A. The affairs of the corporation shall be managed by a board of directors.
- B. The board of directors shall consist of three members, their term of office and the manner of their election shall be as set forth in the Bylaws of the corporation.
- C. The initial board of directors and their names and addresses are as follows:

Jack D. Blanton	P.O. Box 788 Crested Butte, CO 81224
-----------------	---

Bud F. Garland	P.O. Box 788 Crested Butte, CO 81224
----------------	---

Gary F. Garland	P.O. Box 788 Crested Butte, CO 81224
-----------------	---

ARTICLE VIII.

Registered Office and Agent

- A. The address of the initial registered agent and principal office of the corporation:

120 North Taylor – P.O. Box 179  
Gunnison, CO 81230

- B. The name of its initial registered agent at such address shall be:

Robert E. Wright, Jr.

ARTICLE IX.

Bylaws

The initial bylaws of the corporation shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws shall be vested in the board of directors.

