

**Articles of Incorporation for  
The Crystal River Park Homeowners  
Association, Inc.  
(Not for Profit)**

**Filed  
Reformatted March 17, 2011**

The undersigned, acting as incorporators of a not-for-profit-corporation under section 7-40-101 C.R.S., adopt the following certificate of incorporation for such corporation.

## **Article I**

### **Name**

The name of the corporation shall be: The Crystal River Park Homeowners Association, Inc., hereinafter called the *Corporation*.

## **Article II**

### **Duration**

The period of duration of the corporation shall be perpetual.

## **Article III**

### **Purposes**

The purposes for which the corporation is organized are as follows:

1. To protect and maintain the area known as Crystal River Subdivision, as recorded in [Plat] Book [3], Page [103], Pitkin County Clerk and Recorder Office, located in Pitkin County, Colorado, as a desirable and rural residential area, and to do all things and perform all acts necessary or desirable in connection with said purpose.
2. To hold the title to any lands or interest in lands, including but not limited to common land, parks, and lands of similar nature, and to improve, beautify, and maintain such lands.

3. To lease, purchase, sell, convey, and deal with lands, water rights, structures, and improvements, as may be necessary or desirable in carrying out the purposes of the corporation.
4. To build, operate, improve, maintain and beautify lakes, ponds, trails, bridges, structures, utility lines and easements, common lands, meadows, park areas, recreational facilities, and other things of a like nature.
5. To arrange for and provide any services necessary or desirable to promote and advance the general welfare of the residents of the area known as Crystal River Park Subdivision, Pitkin County, Colorado
6. To establish, maintain, and enforce all necessary rules as further set forth in the bylaws of the corporation.
7. To exercise all the powers authorized and permitted to a corporation not for profit by the laws of the State of Colorado now in force or hereinafter in effect.
8. To exercise all powers as may be properly assigned to the corporation to approve [or] to disapprove, the design, setting, and location of improvements in the area known as Crystal River Park Subdivision, Pitkin County, Colorado; to promote conformity and harmony with any properly adopted plan or plans of development or covenants restricting the use of said lands and further to exercise all rights properly assigned to it for enforcing any and all covenants, limitations, restrictions governing the use and occupancy of said lands and the construction and alteration of structures improvements upon any part of said lands.
9. To charge and collect such fees as may be set by the board of directors for the use of facilities or properties owned or operated by the corporation.

## **Article IV**

### **Powers**

In furtherance of its purposes, but not otherwise, the corporation shall have the following powers:

- a. All the powers conferred upon a corporation not for profit by the common law and statutes of the State of Colorado in effect from time to time.
- b. All the powers necessary or desirable to perform the obligations and exercise the rights and powers of the association under the above-referenced declaration, including, without limitation, the following powers:
  - i. To make and collect assessments against members of the corporation for purposes of defraying the costs, expenses and any losses of the corporation.
  - ii. To manage, control, operate, maintain, repair and improve common elements as defined in the Colorado Not for Profit Corporation Act, including the power to borrow on behalf of the corporation.
  - iii. To enforce covenants, restrictions, or conditions affecting any property to the extent this corporation may be authorized and/or assigned under any covenants, restrictions or conditions. To make and enforce rules and regulations with respect to use of property in the project.
  - iv. To engage in activities and endeavors which may now hereinafter be allowed or permitted by law to actively foster, promote and advance the common interests of the owners of property within the subdivision.
  - v. The powers specified in each of the powers specified in each of the paragraphs of said paragraph of this article are independent

powers, not to be restricted by reference to or interference from the terms of any other paragraph, said paragraph or provision of this article except to the extent specifically stated in this article.

## **Article V**

### **Memberships**

This corporation shall be a membership corporation without certificates or shares of stock. There shall be available one membership in the corporation for each piece of property in the subdivision, but in no case shall individual or corporate owners of one or more lots within the subdivision be entitled to more than one membership in the association. A property unit is defined as a platted lot or parcel within the subdivision, consistent with rights and obligations of individual ownership. No person or entity other than an owner of a property unit may be a member of the corporation. The rights of all members of the association shall be identical, with each membership being entitled to one vote. The owner or owners of a property unit are entitled to vote in the same proportion and interest and by the same type of tenancy in which the title of the property unit is held.

The corporation may suspend the voting rights of a member for failure to comply with rules and regulations of the corporation as further set forth in the bylaws adopted by the board of directors or for failure to comply with any other obligations the owner of a property unit under the Declaration of Restrictions, Reservations, and Covenants, provided however, such power to enforce said restrictions are assigned by the Redstone Development Corporation to the corporation.

A membership in the corporation and a share of the [member] in the [assets] of the corporation shall not be assigned, encumbered or transferred in any

manner except to transfer title to the property unit to which membership pertains, provided, however, that the rights of a membership may be assigned to the holder of a mortgage, deed of trust, or any other security instrument of any kind as a property unit as further security for a loan secured by a lien on such property unit. A transfer of membership shall accrue automatically upon transfer of title to the property unit to which the membership pertains, provided, however, that the bylaws of the corporation may contain reasonable provisions and requirements with respect to recording such transfers on the books and records of the corporation.

The bylaws [must] contain provisions, not inconsistent with the foregoing, setting forth the rights, privileges, duties and responsibilities of the members.

## **Article VI**

### **Board of Directors**

The business and affairs of the corporation shall be conducted, managed and controlled by a board of directors. The board of directors shall consist of not fewer than three (3) nor more than eleven (11) members, a specific number to be set forth from time to time in the bylaws of the corporation. A change in the limit shall be made only by amendment to this certificate of incorporation. No decrease in the number of directors shall have an effect of shortening the term of any incumbent director. In the absence of any provision in the bylaws, the board shall consist of three members.

Members of the board of directors shall be elected at the annual meeting of the members in the manner provided in the bylaws. In all elections for directors, cumulative voting [shall] be required.

The board of directors, by resolution adopted by a majority of the directors in office, may create an executive committee of the board. The number of members of the executive committee and the persons who shall be members thereof shall be determined by the board of directors, consistent with applicable law. The executive committee, except to the extent limited by resolution of the board or applicable law, shall have and exercise all the authority of the board of directors. The name[s] and addresses of the members of the first board of directors who shall serve until the first election of the directors by the members and until their successors are duly elected and qualified, are as follows:

1. Anne Van Dis  
0360 Crystal Park Drive,  
Redstone, Colorado 81623
2. John Van Dis  
0360 Crystal Park Drive  
Redstone, Colorado 81623
3. John Oswald  
236 [South] Galena Street  
Aspen, Colorado 81611

## **Article VII**

### **Officers**

The board of directors may appoint a president, one or more vice presidents, a secretary, a treasurer and other such officers as the board of directors believe will be in the best interest of the corporation. The officers shall have such duties as may be prescribed in the bylaws of the corporation and shall serve the pleasure of the board of directors.

## **Article VIII**

## **Initial Registered Office and Agent**

The initial registered office of the corporation shall be 600 E. Hopkins, Suite 301, Aspen, Colorado 81611. The initial registered agent at such address shall be Fred Gannett.

## **Article IX Incorporator**

The incorporator of this corporation is Frederick W. Gannett and his address is 600 East Hopkins Avenue, Aspen, Colorado 81611.

## **Article X Amendments**

Amendment to this article of incorporation shall be adopted, if at all, in the manner set forth by the bylaws.

Signed in duplicate originals this 4<sup>th</sup> day of August, 1987.

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Frederick W. Gannett

State of Colorado  
County of Pitkin

I, [Marguerite C. Carlson], notary public, hereby certify that Frederick W. Gannett, known to me to be the person whose name is subscribed to the



annexed and foregoing articles of incorporation appeared before me this day in person and [ ] and affirmed the articles of incorporation.

WITNES MY HAND AND OFFICIAL SEAL.

My commission expires: [February 27, 1991]

Marguerite C Carlson

Notary Public

130 S. Galena, Aspen, CO 81611