

ARTICLES OF INCORPORATION**OF****BOOK 2565 PAGE 696****CHERRYHILL HOMEOWNERS' ASSOCIATION**

KNOW ALL MEN BY THESE PRESENTS that the undersigned natural person, more than 18 years of age, acting as an incorporator in order to organize and establish a corporation not for profit under and pursuant to the statutes of the State of Colorado, does hereby adopt the following Articles of Incorporation, to-wit:

**ARTICLE I.
NAME**

The name of the Corporation is CHERRYHILL HOMEOWNERS' ASSOCIATION.

**ARTICLE II.
DURATION**

The period of duration of the Corporation shall be perpetual.

**ARTICLE III.
PURPOSES AND POWERS**

The purposes for which the Corporation is organized and the powers which it shall possess are as follows:

A. To protect and maintain the area known as Cherryhill Subdivision located in the City of Grand Junction County of Mesa and State of Colorado as a desirable rural residential area and to do all things and perform all acts necessary or desirable in connection with said purpose. The area is a common interest planned community pursuant to the provisions of C.R.S. 38-33.3-101, *et seq.*

B. To hold the title to any lands or interest in lands, including, but not limited to, common lands, roadways, water and water rights, and any utilities deemed necessary or desirable by the Corporation.

C. To acquire and operate the irrigation water supply distribution systems which shall service twenty-four (24) lots and common tracts.

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D. To lease, purchase, sell, convey and deal with lands, structures and improvements, all as may be necessary or desirable in carrying out the purposes of the Corporation.

E. To establish, maintain and enforce all necessary and reasonable rules and regulations concerning the use and maintenance of the facilities under its jurisdiction.

F. To charge and collect such fees, charges and assessments as may be set or charged by the Board of Directors of the Corporation in carrying out its functions hereunder and to create liens upon personal property for the purpose of enforcing the collection of such fees, charges and assessments, all to the end of carrying out the purposes and powers of the Corporation.

G. To exercise all of the powers authorized or granted to a corporation not for profit by the laws of the State of Colorado as now are in effect or may hereinafter be in effect.

ARTICLE IV. MEMBERS

The members of this Association shall be those persons or entities who own title in fee to a lot or unit within Cherry Hill Subdivision. There shall be one (1) regular membership in the Corporation for each lot or unit located therein, which regular membership shall be appurtenant to the fee simple title of each such lot or unit and shall automatically pass with the transfer of title. Each owner of a lot or unit shall be entitled to the benefits and be subject to the burdens relating to such membership. If fee simple title is held by more than one (1) person or entity, the regular membership appurtenant to that lot or unit shall be shared by all such persons or entities in the same proportionate interest and by the same type of ownership as fee simple title to the lot or unit is held.

ARTICLE V. DIRECTORS

A. The names and addresses of the persons who are to serve as directors of this Corporation until the first annual meeting of members and until their successors shall be elected and shall qualify are as follows:

Richard L. Witt	0109 Tamarisk Trail Parachute, CO 81635
Denver G. Cherry	2135 North Seventh Street Grand Junction, CO 81501
Peggy Cherry	2135 North Seventh Street Grand Junction, Co 81501.

B. The business, affairs and property of the Corporation shall be managed by a Board of Directors who shall be elected at the annual meetings of the members by plurality vote. Each director shall be elected to serve until the next succeeding annual meeting and until his successor shall be elected and shall qualify.

C. The Board of Directors shall consist of from three (3) to five (5) persons as shall be determined by the Bylaws of the Corporation.

D. Subsequent to the sale of all lots and units in Cherryhill Subdivision, all directors must be lot or unit owners within the subdivision. The composition of the Board of Directors shall be as provided in the Bylaws of the Corporation.

E. Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of a majority of the remaining directors. A director elected to fill a vacancy shall be elected from the unexpired term of his predecessor in office.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The address of the initial registered office of this Corporation is 2135 North Seventh Street, Grand Junction, CO 81501, and the initial registered agent at such office is Denver G. Cherry.

ARTICLE VII. INCORPORATOR


The name and address of the incorporator of this Corporation is Richard L. Witt, 0109 Tamarisk Trail, Parachute, CO 81635.

ARTICLE VIII. DISSOLUTION

This Corporation may be dissolved by fourth-fifths (4/5ths) of the votes entitled to be cast by its members and in accordance with the laws of the State of Colorado. Upon dissolution, the properties and assets of this Corporation shall be distributed to its members pro rata in the same proportion as the votes entitled to be cast by the members at the time of dissolution and in accordance with the laws of the State of Colorado.

IN WITNESS WHEREOF, the undersigned, being the incorporator designated in the annexed and foregoing Articles of Incorporation, for the purpose of organizing and establishing a corporation not for profit under and pursuant to the laws of the State of Colorado, executes these

Articles of Incorporation aforesaid and declares that the statements therein contained are true and accordingly has hereunto set his hand this 16th day of February, 1999.

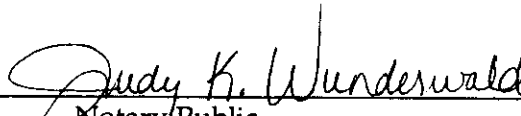

RICHARD L. WITT

STATE OF COLORADO)
 Mesa) ss.
COUNTY OF ~~GARFIELD~~)

I, Judy K. Wunderwald, a notary public in and for the County and State aforesaid, do hereby certify that Richard L. Witt, who is personally known to me to be the person whose name is subscribed in the foregoing instrument, appeared before me this day in person and acknowledged that he signed, sealed and delivered the said instrument in writing as his free and voluntary act for the uses and purposes therein set forth.

Given under my hand and notarial seal this 16th day of February, 1999.

My commission expires: 7-5-2002


Notary Public

Recorder's Note: No Notary Seal
When Recorded