

ARTICLES OF INCORPORATION  
OF  
DAWSON RANCH HOMEOWNERS ASSOCIATION

The undersigned, acting as incorporator, establishes a nonprofit corporation pursuant to the provisions of the Colorado Revised Nonprofit Corporation Act.

1. The name of the corporation is **Dawson Ranch Homeowners Association**.
2. The street address of the initial registered office of the corporation is **201 Tunnel Drive, Canon City, Colorado 81212**, and the name of its initial registered agent at that office is **Edward J. Tezak, Jr.**
3. The address of the corporation's initial principal office is 201 Tunnel Drive, Canon City, Colorado 81212.
4. The name and address of each incorporator is **Dawson Ranch, L.L.C., a Colorado Limited Liability Company**.
5. The corporation shall have voting members.
6. The purposes for which the corporation is organized are as follows:
  - 6.1 Provide for the maintenance, preservation and control of the land that is contained in the plat of Dawson Ranch Planned Development District as recorded in the County of Fremont, State of Colorado;
  - 6.2 Promote the health, safety and welfare of the residents of said planned development district;
  - 6.3 Preserve, enforce and protect the covenants of the Dawson Ranch Planned Development District as recorded in the records in the County of Fremont, State of Colorado;
  - 6.4 Take public position on issues affecting the planned development district; and
  - 6.5 Provide representation before governmental bodies and officials.
7. The corporation shall have all of the rights, privileges and powers now or subsequently conferred on non-profit corporations by the laws of the State of Colorado. The corporation shall have and may exercise all powers necessary or convenient to affect any of the purposes for which the corporation has organized.
8. The corporation shall have perpetual existence.
9. The corporation shall indemnify its directors to the full extent permitted by Colorado Law.
- 10.1 The personal liability of a director to the corporation or its members for monetary damages for breach of fiduciary duty as a director is limited to the full extent provided by Colorado Law.
- 10.2 The directors, officers, employees and members of the corporation shall not, as such, be liable for its obligations.
- 10.3 The directors shall not be liable for actions taken or omissions made in the performance of corporate duties except for wanton and willful acts or omissions.

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11. Provisions regarding the distribution of assets on dissolution are:

The provisions regarding the distribution of assets on dissolution shall be in accordance with the requirements as contained in the Colorado revised Non-Profit Corporation Act; However, in the event of dissolution, the corporation's property shall not be conveyed to any organization created or operated for profit, or to any individual for less than the fair market value of such property. All assets remaining after the payment of the corporation's debts shall be conveyed or distributed only to an organization or organizations created or operated for non-profit purposes similar to those of the corporation.

Date June 4, 1999

DAWSON RANCH, L.L.C  
a Colorado Limited Liability Company

By: Ed Tezak Jr.

Consent of registered agent: Ed Tezak Jr.

Filed with Secretary of State  
State of Colorado in 1999