



Colorado Secretary of State
 Date and Time: 07/26/2005 02:20 PM
 Entity Id: 20051285369
 Document number: 20051285369

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Articles of Incorporation for a Nonprofit Corporation

filed pursuant to §7-90-301, et seq. and §7-122-101 of the Colorado Revised Statutes (C.R.S)

1. Entity name:

Fly-N-Eagle Centre Lot 6 Owners Association

(The name of a nonprofit corporation may, but need not, contain the term or abbreviation "corporation", "incorporated", "company", "limited", "corp.", "inc.", "co." or "ltd." §7-90-601, C.R.S.)

2. Use of Restricted Words *(if any of these terms are contained in an entity name, true name of an entity, trade name or trademark stated in this document, mark the applicable box):*

- "bank" or "trust" or any derivative thereof
- "credit union" "savings and loan"
- "insurance", "casualty", "mutual", or "surety"

3. Principal office street address:

1483 N. Federal Hwy.

(Street name and number)

Ft. Lauderdale

(City)

FL

(State)

33304

(Postal/Zip Code)

United States

(Province – if applicable)

(Country – if not US)

4. Principal office mailing address:
 (if different from above)

(Street name and number or Post Office Box information)

(City)

(State)

(Postal/Zip Code)

(Province – if applicable)

(Country – if not US)

5. Registered agent: (if an individual):

Wolf

(Last)

Daniel

(First)

F.

(Middle)

(Suffix)

OR (if a business organization):

6. The person appointed as registered agent in the document has consented to being so appointed.

7. Registered agent street address:

953 S. Frontage Rd. W.

(Street name and number)

Ste. 222

Vail

(City)

CO

(State)

81657

(Postal/Zip Code)

8. Registered agent mailing address:
(if different from above)

(Street name and number or Post Office Box information)

(City) (State) (Postal/Zip Code)

(Province – if applicable) (Country – if not US)

9. If the corporation's period of duration is less than perpetual, state the date on which the period of duration expires:

(mm/dd/yyyy)

10. (Optional) Delayed effective date:

(mm/dd/yyyy)

11. Name(s) and address(es) of incorporator(s): (if an individual):

Wolf Daniel F.
(Last) (First) (Middle) (Suffix)

OR (if a business organization):

953 S. Frontage Rd.
(Street name and number or Post Office Box information)
Ste. 222
Vail CO 81657
(City) (State) (Postal/Zip Code)
United States
(Province – if applicable) (Country – if not US)

(if an individual)

(Last) (First) (Middle) (Suffix)

OR (if a business organization)

(Street name and number or Post Office Box information)

(City) (State) (Postal/Zip Code)
United States
(Province – if applicable) (Country – if not US)

(if an individual)

(Last) (First) (Middle) (Suffix)

OR (if a business organization)

(Street name and number or Post Office Box information)

(City) (State) (Postal/Zip Code)
United States
(Province – if applicable) (Country – if not US)

(If more than three incorporators, mark this box and include an attachment stating the names and addresses of all incorporators.)

12. The nonprofit corporation is formed under the Colorado Revised Nonprofit Corporation Act.
13. The corporation will **OR** will not have voting members.
14. A description of the distribution of assets upon dissolution is attached.
15. Additional information may be included pursuant to §7-122-102, C.R.S. and other organic statutes. If applicable, mark this box and include an attachment stating the additional information.

Notice:

Causing this document to be delivered to the secretary of state for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that the document is the individual's act and deed, or that the individual in good faith believes the document is the act and deed of the person on whose behalf the individual is causing the document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S., the constituent documents, and the organic statutes, and that the individual in good faith believes the facts stated in the document are true and the document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the secretary of state, whether or not such individual is named in the document as one who has caused it to be delivered.

16. Name(s) and address(es) of the individual(s) causing the document to be delivered for filing:

Wolf	Daniel	F.	
<i>(Last)</i>	<i>(First)</i>	<i>(Middle)</i>	<i>(Suffix)</i>
953 S. Frontage Rd. W.			
<i>(Street name and number or Post Office Box information)</i>			
Ste. 222			
Vail	CO	81657	
<i>(City)</i>	<i>(State)</i>	<i>(Postal/Zip Code)</i>	
United States			
<i>(Province – if applicable)</i>		<i>(Country – if not US)</i>	

(The document need not state the true name and address of more than one individual. However, if you wish to state the name and address of any additional individuals causing the document to be delivered for filing, mark this box and include an attachment stating the name and address of such individuals.)

Disclaimer:

This form, and any related instructions, are not intended to provide legal, business or tax advice, and are offered as a public service without representation or warranty. While this form is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form. Questions should be addressed to the user's attorney.

ARTICLES OF INCORPORATION

FOR

FLY-N-EAGLE CENTRE LOT 6 OWNERS ASSOCIATION (A COLORADO NONPROFIT CORPORATION)

I, the undersigned natural person of the age of nineteen years or more, acting as incorporator of a nonprofit corporation pursuant to section 7-22-102 and part 3 of article 90 of title 7, Colorado Revised Statutes, hereby delivers these Articles of Incorporation to the Colorado Secretary of State for filing:

ARTICLE I

Name

The name of this corporation ("Association" herein) is **FLY-N-EAGLE CENTRE LOT 6 OWNERS ASSOCIATION**.

ARTICLE II

Purpose and Powers

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

- (a) To operate the Common Interest Community known as Fly-N-Eagle Centre, Lot 6, located in the Town of Gypsum, Colorado in accordance with the requirements for an Association of Unit Owners charged with the administration of Property under the Colorado Common Interest Ownership Act of the Statutes of the State of Colorado as amended, and under, pursuant to and as defined in the Declaration of Covenants, Conditions and Restrictions for Fly-N-Eagle Centre, Lot 6, and any amendment thereto (the "Declaration"), as recorded in the records of the Clerk and Recorder of the County of Eagle, including, without limitations the generality of the foregoing, the performance of the following acts and services on a not-for-profit basis:
 - (i) The acquisition, construction, management, supervision, care, operation, maintenance, renewal and protection of buildings, structures, grounds, landscaping (whether on the Common Elements or on a Unit), roadways, paths, trails, drainage areas and other facilities and installations and appurtenances thereto relating to the property of the Common Interest Community; to provide maintenance for the Common Elements within the Common Interest Community; to enforce any and all covenants, restrictions and agreements applicable to the Common Interest Community; and, 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 the residents of the Common Interest Community.

- (ii) The preparation of estimates and budgets of the costs and expenses of rendering such services and performing, or contracting or entering into agreements for such performance, as provided for in or contemplated by this subparagraph (ii), and the apportionment of such estimated costs and expenses among and the collection thereof from the Owners obligated to assume or bear the same, and the borrowing of money for the Association's purposes, pledging as security the income due from Owners, including assessments, and from others and property of the corporation.
 - (iii) Enforcing on behalf of said Unit Owners, such Rules as may be made or promulgated by the Board of Directors with respect to the safe occupancy, reasonable use and enjoyment of the buildings, structures, and grounds and facilities of the Common Interest Community, and to enforce compliance therewith including the levy of fines.
 - (iv) Performing, or causing to be performed, all such other and additional services and acts as are usually performed by managers or managing agents of real estate developments, including without limitation, keeping or causing to be kept, appropriate books and records, preparing and filing necessary reports and returns, and making or causing to be made audits of books and accounts.
- (b) To retain counsel, auditors, accountants, appraisers and other persons or services that may be necessary for or incidental to any of the activities herein described.
 - (c) To do and perform or cause to be performed all such other acts and services that may be necessary, suitable or incidental to any of the foregoing purposes and objects to the fullest extent permitted by law and to acquire, sell, mortgage, lease or encumber any real or personal property for the purposes aforesaid.
 - (d) To promote the health, safety, welfare, and common benefit of the residents of the Common Interest Community.
 - (e) To do any and all acts and things permitted to be done by, and to have and to exercise any and all powers, rights and privileges which are granted to a Common Interest Community Association under the Colorado Common Interest Ownership Act, the Declaration, the Bylaws, and to a nonprofit corporation under the laws of the State of Colorado.

The foregoing statements or purposes shall be construed as a statement both of purposes and of powers, and purposes and powers in each clause shall not be limited or restricted by reference to or inference from the terms or provisions of any other clause, but shall be broadly construed as independent purposes and powers, the Association shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of the Association.

ARTICLE III

Duration

The duration of the Association shall be perpetual.

ARTICLE IV

Nonprofit

The Association shall be a nonprofit corporation, without shares of stock.

ARTICLE V

Qualification of Members, Classes

The authorized number and qualifications of members of the Association, the different classes and membership, if any, the property, voting and other rights and privileges of members, and their liability to dues and assessments and the method of collection thereof, shall be as set forth in the Bylaws and the Declaration.

ARTICLE VI

Corporate Office

The initial and principal office of the corporation shall be:

1483 N. Federal Highway
Ft. Lauderdale, FL 33304

ARTICLE VII

Agent for Service

The initial registered agent of the corporation shall be Daniel F. Wolf, Esq., whose mailing address is 953 South Frontage Road West, Suite 222, Vail, Colorado 81657.

ARTICLE VIII

Board of Directors

The properties, affairs and business of the Corporation shall be managed and conducted by a Board of Directors. The initial Board of Directors shall consist of two (2) persons. No later than the Owner Control Date as defined within the Declaration, the Board of Directors shall consist of no less than three (3) persons. Said number may be changed by the duly adopted Bylaws or any amendment thereto. The names and addresses of the persons who shall serve as initial Directors until their successors shall be elected and qualified are as follows:

Donald Koenke
Mitchell Bloch
1483 N. Federal Highway
Ft. Lauderdale, FL 33304

ARTICLE IX

Amendment

Amendment of these Articles shall require assent and vote of sixty-six percent (66%) the Board of Directors, provided, however, that no amendment to these Articles shall be contrary to or inconsistent with the provisions of the Declaration. The Articles can be amended without the consent of the First Lienors as long as such amendment is consistent with the Declaration.

ARTICLE X

Membership Classes, Rights and Qualifications

The class, rights and qualifications and the manner of election or appointment of members are as follows: Any person or entity who holds title to a Unit in the Common Interest Community shall be a member of the corporation. There shall be one membership for each Unit owned within the Common Interest Community. Such membership shall be automatically transferred upon the conveyance of such Unit. The votes to which each membership is entitled are the votes assigned to its Unit in the Declaration of the Common Interest Community. If more than one person owns a Unit, such persons shall agree among themselves how a vote for such Unit's membership is to be cast. A vote by a co-owner for the entire Unit's membership interest shall be deemed to be pursuant to a valid proxy, unless another co-owner of the same Unit objects at the time the vote is cast in which case such membership's vote shall not be counted.

The Board of Directors shall elect the officers. The Board members and officers shall take office upon election.

Holders of Security Interests in the Units may have or be granted certain rights of approval or disapproval of certain actions of the Association or its members.

ARTICLE XI
DISSOLUTION

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of and for Eagle County, Colorado, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the incorporator has delivered these Articles of Incorporation to the Colorado Secretary of State for filing this 26th day of July 2005.