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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:

Green Valley Ranch Citizens Advisory Board, Inc.

*(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:

P. O. Box 390593

*(Street name and number)*

Denver

*(City)*

CO

*(State)*

80239

*(Postal/Zip Code)*

United States

*(Country – if not US)*

*(Province – if applicable)*

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):

Jacobs

*(Last)*

Jerry

*(First)*

*(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:

4908 Tower Rd

*(Street name and number)*

Denver

*(City)*

CO

*(State)*

80249

*(Postal/Zip Code)*

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

P. O. Box 390593

*(Street name and number or Post Office Box information)*

Denver CO 80239  
(City) (State) (Postal/Zip Code)  
United States  
(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)

Brown John  
(Last) (First) (Middle) (Suffix)

OR (if a business organization)

P. O. Box 390593  
(Street name and number or Post Office Box information)

Denver CO 80239  
(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:

Brown	John		
(Last)	(First)	(Middle)	(Suffix)
P. O. Box 390593			
(Street name and number or Post Office Box information)			
Denver		CO	80239
(City)	(State)	(Postal/Zip Code)	
United States			
(Province – if applicable)		(Country – if not US)	

*(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:**

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## ARTICLES OF INCORPORATION

### GREEN VALLEY RANCH CITIZENS ADVISORY BOARD

#### A NONPROFIT CORPORATION

##### ARTICLE I

The name of the nonprofit corporation shall be Green Valley Ranch Citizens Advisory Board. The principal address of the nonprofit corporation shall be P.O. Box 390593, Denver, CO, 80239. The boundaries of the residential units eligible to participate as members of the nonprofit corporation are Tower Road on the west, 56th Avenue on the north, Piccadilly Road on the east, and East 38th Avenue on the south (Green Valley Ranch Community).

##### ARTICLE II

The period of the nonprofit corporation shall be perpetual.

##### ARTICLE III

The nonprofit corporation is organized and shall be operated exclusively for charitable, education, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

##### ARTICLE IV

The business and purpose of the nonprofit corporation shall be limited to the following:

- o Betterment of the Green Valley Ranch Community and the City and County of Denver, Colorado through the active involvement, concern and participation of its members;
- o Fostering a spirit of community among the members of the Green Valley Ranch

Citizens Advisory Board;

- o Providing a forum for the discussion and resolution of issues which directly or indirectly affect the members of the Green Valley Ranch Citizens Advisory Board;
- o Information gathering and sharing among and between the residents of the Green Valley Ranch Community;
- o Conducting educational activities which are beneficial to the members of the Green Valley Ranch Citizens Advisory Board , the Green Valley Ranch Community or the community as a whole;
- o Taking action on issues that impact the Green Valley Ranch Community;
- o To receive and acquire by grant, gift, purchase, devise, bequest or otherwise, as may be lawful, money and real and personal property of any kind and to hold, accumulate, invest or dispose of such property or the income derived therefrom for the furtherance of the above stated objects, including dedications thereof to the general public;
- o To do everything necessary, proper, advisable, or convenient for the accomplishment of the purposes set forth above, and to do all other things incidental thereto or connected therewith which are not forbidden by the Colorado Revised Nonprofit Corporation Act, as now in force or as hereafter amended, by any other law, or by these Articles of Incorporation.

## ARTICLE V

The registered agent of the nonprofit corporation shall be Jerry Jacobs, and the registered office of the nonprofit corporation in Colorado, 4908 Tower Road, Denver, CO, 80249.

## ARTICLE VI

The name and address of the incorporator of the nonprofit corporation is as follows:  
John Brown, P. O. Box 390593, Denver, CO, 80239.

## ARTICLE VII

No part of the net earnings of the nonprofit corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the nonprofit corporation shall be authorized and empowered to pay reasonable

compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the nonprofit corporation shall be the carrying of propaganda, or otherwise attempting to influence legislation, and the nonprofit corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

#### ARTICLE VIII

Upon the dissolution of the nonprofit corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the nonprofit corporation, dispose of all the assets of the nonprofit corporation exclusively for the purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the District Court for the City and County of Denver exclusively for such purposes or to such organization or organizations the Court shall determine, which are organized and operated exclusively for such purposes.

#### ARTICLE IX

The number of directors constituting the initial board of directors shall be four. The names and titles of the persons who are to serve as initial directors shall be as follows:

- o Tim Sheahan Chairman
- o John Brown Vice Chairman
- o Elaine Smith Secretary
- o Jerry Jacobs Treasurer

The number of directors of the nonprofit corporation shall be as set forth in the bylaws of the nonprofit corporation, but shall not be less than four. Directors shall be elected and shall hold office in the manner and for such time as provided for in the bylaws of the nonprofit corporation.

## ARTICLE X

The nonprofit corporation will have voting members. The nonprofit corporation shall have such classes of voting members as described in their manner of election, qualifications, tenure, terms of membership, rights, powers, privileges and immunities stated in the bylaws of the nonprofit corporation.

## ARTICLE XI

Subject to the limitations contained in these Articles of Incorporation, and to the provisions of law requiring corporate action to be exercised, authorized, or approved by the members of the nonprofit corporation, all the lawful powers of the nonprofit corporation shall be vested in and exercised by or under the authority of the board of directors, and the business and affairs of the nonprofit corporation shall be conducted and controlled by such board.

## ARTICLE XII

The nonprofit corporation shall indemnify any director, officer, or former director or officer of the nonprofit corporation or any person who may have served at its request to the fullest extent permissible under applicable law against expenses actually and reasonably incurred by him or her in connection with the defense of any action, suit or proceeding, civil or criminal, in which he is made a party by reason of being or having been an officer or director of the nonprofit corporation, except in relation to matters as to which he or she is adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of his or her duty to the nonprofit corporation. Additional provisions for the indemnity of any director, officer, agent, or employee of the nonprofit corporation may be set forth in the bylaws of the nonprofit corporation.

## ARTICLE XIII

The articles may be amended in the manner provided under the Colorado Revised Nonprofit Corporation Act in effect at the time of amendment, and as provided for in the bylaws of the nonprofit corporation.

#### ARTICLE XIV

The initial bylaws of the nonprofit corporation shall be adopted by the board of directors. The powers to alter, amend, or repeal the bylaws or to adopt new bylaws shall be vested in the members in accordance with the bylaws.

The name and mailing address of any one or more of the individuals who cause this document to be delivered for filing, and to whom the Secretary of State may deliver notice if filing of this document is refused is: John Brown, P. O. Box 390593, Denver, CO, 80239.