

CERTIFICATE OF INCORPORATION

OF

KISSING CAMELS PROPERTY OWNERS' ASSOCIATION

KNOW ALL MEN BY THESE PRESENTS: That we, KENNETH R. CARD, ANGIE COMSTOCK and KARL R. ROSS, citizens of the United States, have associated ourselves for the purpose of forming a body corporate and politic, not for pecuniary profit, under the provisions of Article 20, Chapter 31, Colorado Revised Statutes 1953 hereby make, execute and acknowledge this certificate in writing of our intentions so to become a body corporate and politic, under and by virtue of said statute.

FIRST. The corporate name and style of our said corporation shall be KISSING CAMELS PROPERTY OWNERS' ASSOCIATION.

SECOND. The object for which our said corporation is formed and incorporated is for the purpose of improving, beautifying and providing functions and services normally supplied by a municipal corporation for the following area, to-wit: all of these various platted subdivisions which areas shall be hereinafter referred to as the corporate area, included and to be included in that area adjacent to the City of Colorado Springs to the Northwest, more commonly known as the Mesa, now owned or later acquired by Hill Development Corporation from within that tract of land described in that certain deed executed and delivered by the Dent Trust Company to A. G. Hill on August 19, 1959 which is recorded in Book 1223 at Page 140 of the records and titles of the County Clerk and Recorder of El Paso County, Colorado, except those portions thereof utilized as a country club or clubs or a golf course.

Without limiting the generality of the foregoing to carry out the following, to-wit:

1. To provide, when necessary, for the cutting and buring of weeds, the collection and disposal of trash, the cleaning and maintainance of public areas and property, landscaping, and for other similar services or projects that may be deemed necessary or desirable for the improvement, protection and maintenance of the corporate area.

2. To construct, surface and maintain any and all streets which may be platted in the corporate area; to construct, place and maintain street signs and street lights, to provide police and fire protection and any and all other services usually provided by a municipal corporation which the directors may deem desirable, necessary or beneficial to the corporate area.

3. To plan, develop and maintain community areas, park and other similar areas and to further install facilities usually found in such community areas as may be deemed by the board of directors to be desirable, necessary or beneficial to the corporate area.

4. To purchase, lease or otherwise acquire and to hold, own, sell or dispose of real and personal property of all kinds and in particular, lands, buildings business concerns and undertakings, shares of stock, mortgages, bonds, debentures and other securities and any interest in real or personal property in connection with the general objects of the corporation.

5. To borrow money and to lend money for corporate purposes and to make, accept, endorse, execute and issue promissory notes, bills of exchange, bonds, debentures or other obligations from time to time for the purchase of property or for any other purpose in or about the business of the corporation and if deemed proper to secure payment of any such obligation by mortgage, pledge, deed of trust or otherwise.

6. To sell, improve, manage, develop, lease, mortgage, dispose of or otherwise turn to account or deal with all or part of the property of the corporation.

7. To do everything necessary, suitable or proper for the accomplishment of any of the purposes, the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, either alone or in connection with other corporations, firms or individuals and either as principals or agents and to do every other act or acts, thing or things incidental or appurtenant to or growing out of or connected with the aforesaid objects, purposes or powers or any of them, provided, that the same be not inconsistent with the laws under which this corporation is organized.

THIRD. Except for the original trustees, membership in the corporation shall be restricted to a person or persons owning real property in the corporate area during the time which they hold title to such real estate. Such membership shall be subject to such restrictions and assessments as may be imposed by the By-Laws of this corporation.

FOURTH. The affairs and management of our said corporation shall be under the control of a board of trustees consisting of three members, to-wit: KENNETH R. CARD, FRANK CHILSON and KARL R. ROSS, until such time as there are fifty resident owners of lots in the corporate area. At such time as there are fifty resident owners, the trustees shall call and election of all members of the corporation for the election of a board of directors. Such board shall consist of nine members. Initially, six of nine of such members shall be elected and the balance of the members of the board shall be composed of the three original trustees. The terms of the members of such board shall be as follows: The three original trustees shall serve as members of the board of directors for a period of three years. Three of the members elected to the board of directors shall have terms of two years and three of the members so elected shall have terms of one year. Thereafter, three members of the board of directors shall be elected each year for a three year term. In case of the death, resignation or inability to act of any of the trustees prior to the time the board of directors is formed, then, and in that event, his successor shall be appointed by the surviving trustees.

FIFTH. The principal office of said corporation shall be located at 218 Mining Exchange Building, Colorado Springs, County of El Paso and State of Colorado.

SIXTH. The original trustees and after its inception the board of directors, shall have the power to make such prudential By-Laws as they, or it, may deem proper for the management of the affairs of this corporation according to the statues in such case made and provided. The trustees and after its inception the board of directors shall have the power to alter, amend and repeal said By-Laws at their or its pleasure except as the provisions thereof shall otherwise provide.

SEVENTH. Prior to the time that fifty members belong to the corporation, the board of trustees shall have the sole power to amend these articles of incorporation.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 23rd day of May, A.D. 1960.

I, LYDIA E. EAMES, a notary public in and for said County, in the state aforesaid, do hereby certify that KENNETH R. CARD, ANGIE COMSTOCK and KARL R. ROSS, whose names are subscribed to the annexed and foregoing certificate of incorporation, appeared before me this day in person, and acknowledged that they signed, sealed and delivered the said instrument of writing as their free and voluntary act, for the uses and purposed therein set forth.

Given under my hand and notarial seal, this 2nd day of May, A.D. 1960.

My commission expires May 29, 1961.

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ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
KISSING CAMELS PROPERTY OWNERS' ASSOCIATION,  
A COLORADO NONPROFIT CORPORATION

Pursuant to the provisions of the Colorado Nonprofit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is Kissing Camels Property Owners' Association.

SECOND: The following amendment of the Articles of Incorporation was adopted on the 15th day of October, 1980, in the manner prescribed by the Colorado Nonprofit Corporation Act by unanimous vote of the directors in office, there being no members entitled to vote thereon.

THIRD: The amendment made to the original Articles of Incorporation and any subsequent amendments is as follows:

1. Article Third of the Articles of Incorporation is hereby amended and restated to read as follows:

THIRD: Except for the original trustees, membership in the Corporation shall be restricted to the following classes: (1) to a person, persons, entity, or entities owning or leasing real property in the corporate area during the time which they hold title to such real estate, and (2) to an organization of or representing property owners or lessees of real property in the corporate area, which organization shall be considered one member and shall have one vote on corporate matters; provided, however, that the board of trustees of the Corporation in its sole discretion shall determine whether such an organization shall be considered the member or whether the individual property owners or lessees shall be entitled to membership, and its decision shall be final, binding on all parties and unreviewable in any forum. All members shall be subject to such restrictions and assessments as may be imposed by the By-laws or the board of trustees of the Corporation. Assessments need not be uniform among the classes of membership.

KISSING CAMELS PROPERTY OWNERS'  
ASSOCIATION, a Colorado  
Nonprofit corporation

Lyda Hill, President

T. Eugene McCleary, Secretary

THE STATE OF TEXAS  
COUNTY OF DALLAS

The foregoing instrument was acknowledged before me this 10th day of December, 1980 by Lyda Hill as President of Kissing Camels Property Owners' Association.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

My Commission Expires: 5-31-81

THE STATE OF COLORADO  
COUNTY OF EL PASO

The foregoing instrument was acknowledged before me this 12th day of December, 1980 by T. Eugene McCleary as Secretary of Kissing Camels property Owners' Association.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

My Commission Expires: April 14, 1984