ARTICLES OF INCORPORATION
OF
CHARTER OAKS OWNERS ASSOCIATION, INC.
A NON-PROFIT CORPORATION

I, THE UNDERSIGNED, a natural person of the age of eighteen years or more, acting as incorporator of a nonprofit corporation under the Colorado Nonprofit Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

Name

The name of the corporation is:

Charter Oaks Owners Association, Inc.

ARTICLE II

Period of Duration

This corporation shall have perpetual duration.

ARTICLE III

Purposes and Powers

The purposes of the corporation and objects and business to be transacted, promoted and carried on (none of which may limit any of the powers enumerated in the Colorado Nonprofit Corporation Act) are as follows:

A. To be and constitute the Association to which reference is made in the Amended Declaration of Covenants, Conditions, & Restrictions - Charter Oaks Subdivision (hereinafter sometimes called the "declaration") which has been recorded in the offices of the Clerk and Recorder, Douglas County, Colorado, relating to the creation of the Charter Oaks Subdivision in Douglas County, Colorado. Said Amended Declaration was recorded on February 23, 1981, at Book 406, Pages 802-810 in the records of the Clerk and Recorder of Douglas County, Colorado.

B. To perform all obligations and duties of the Association and to exercise all rights and powers of the Association, as specified in the said Amended Declaration.

C. To provide an entity for the furtnerance of the interests of the owners of lots within said subdivision.

D. To promote the social and recreational welfare of its members.

E. To enforce the restrictive covenants contained in the said Amended Declaration of Covenants, Conditions & Restrictions - Charter Oaks Subdivision, which document is described more fully above.

Subject to any specific limitations or restrictions imposed by these Articles of Incorporation, this corporation shall have and exercise all of the powers provided by the Colorado Nonprofit Corporation Act, both on its own behalf and as an agent for others.

ARTICLE IV

Registered Office and Agent

The initial Registered Office of this corporation in the State of Colorado shall be 6801 S. Yosemite Street, Englewood, Colorado 80112. The initial Registered Agent at the above address shall be Richard E. Wilson.

ARTICLE V

Board of Managers

The corporate powers, including the amending or repeal of the By-Laws of the corporation by majority vote, shall be exercised by a Board of Managers. The initial Board of Managers of the corporation is to be comprised of three members, who need not be members of this corporation. The name and address of each member of the initial Board of Managers is as follows:

Richard E. Wilson
8424 East Otero Circle
Englewood, Colorado 80112

Candace G. Wilson
8424 East Otero Circle
Englewood, Colorado 80112

James L. Hubbard
6796 South Magnolia Court
Englewood, Colorado 80112

ARTICLE VI

Incorporator

The name and address of the incorporator is:

James B. Folkestad
316 Wilcox Street
Castle Rock, Colorado 80104

I hereby execute these Articles of Incorporation this 23rd day of July, 1981.

James B. Folkestad

STATE OF COLORADO)
) ss.
COUNTY OF DOUGLAS)

I, Faye D. Kennedy, a notary public, hereby certify that on the 23rd day of July, 1981, personally appeared before me James B. Folkestad, who being by me first duly sworn, severally declared that he is the person who signed the foregoing document as incorporator, and that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 23rd day of July, A.D. 1981.

My Commission Expires: December 3, 1984

Faye D. Kennedy
Notary Public