

ARTICLES OF INCORPORATION
OF
PRAIRIE VILLAGE OWNERS ASSOCIATION, INC.

For the purpose of forming a nonprofit corporation pursuant to the provisions of the Colorado Nonprofit Corporation Act, the undersigned has made, signed and acknowledged the following articles of incorporation.

ARTICLE I
Name

FILED
DONETTA DAVIDSON
COLORADO SECRETARY OF STATE

The name of the corporation shall be Prairie Village Owners Association, Inc., hereinafter called the "Association."

ARTICLE II
Duration

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\$ 50.00

The period of duration of the corporation shall be perpetual.

SECRETARY OF STATE
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ARTICLE III
Purposes

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

A. To be and constitute the Association to which reference is made in the Declaration of Covenants, Conditions and Restrictions of Prairie Village, a planned community (the "Common Interest Community"), located in the City of Longmont, County of Boulder, State of Colorado.

B. To perform the obligations and duties, and exercise the rights and powers as set forth in the Declaration, as the same may be amended from time to time, said Declaration being incorporated herein as if set forth at length; terms which are defined in the Declaration shall have the same meanings herein unless otherwise defined.

C. To make and collect assessments against members of the corporation for the purpose of defraying the costs, expenses and any losses of the corporation.

D. To manage, control, operate, maintain, repair and improve the Common Interest Community in the manner as defined in the Declaration.

E. To enforce covenants, restrictions or conditions affecting the Common Interest Community.

F. To make and enforce rules and regulations with respect to the use of

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the Common Interest Community.

G. To exercise all of the powers conferred upon nonprofit corporations by the common law and the statutes of the state of Colorado in effect from time to time.

H. The purposes specified in each of the paragraphs and subparagraphs of this article are independent purposes not to be restricted by reference to or inference from the terms of any other paragraph, subparagraph or provision of this article except to the extent specifically stated in this article.

I. Upon dissolution of the corporation, the board of directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner as the board of directors shall determine, consistent with the Declaration of Covenants, Conditions and Restrictions of Prairie Village, and the needs of the members of the corporation as they relate to the Common Interest Community defined in the Declaration.

ARTICLE IV Membership and Voting Rights

Section 1. The Association shall have voting members. Every Owner of a Lot which is subject to assessment shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment.

Section 2. Voting shall be as determined in the Declaration or any Supplemental Declaration.

Section 3. When more than one person holds an interest in any Lot, all such persons shall be members.

A membership in the corporation shall not be assigned, encumbered or transferred in any manner except as an appurtenance to the title of the Lot to which the membership pertains. A transfer of membership shall occur automatically upon transfer of title to the Lot to which the membership pertains; provided however, that the bylaws of the corporation may contain reasonable provisions and requirements with respect to recording such transfers on the books and records of the corporation.

ARTICLE V Board of Directors

The business and affairs of the corporation shall be conducted, managed and controlled by a board of directors consisting of three persons.

The initial board of directors shall consist of the following three directors:

<u>Name</u>	<u>Address</u>
Lon J. L'Heureux	3143 Nelson Road Longmont, CO 80503
Lon J. L'Heureux, Jr.	3143 Nelson Road Longmont, CO 80503
Carol J. L'Heureux	3143 Nelson Road Longmont, CO 80503

ARTICLE VI
Initial Registered Office and Agent

The initial registered office ^{& PRINCIPAL ADDRESS} of the corporation shall be 3143 Nelson Road, Longmont, CO 80503. The initial registered agent at such address shall be Lon J. L'Heureux.

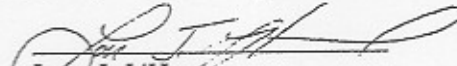
ARTICLE VII
Incorporator

The incorporator of this corporation is: Lon J. L'Heureux, 3143 Nelson Road, Longmont, CO 80503.

ARTICLE VIII
Amendments

No amendment to the articles of incorporation shall be contrary to or inconsistent with any provision of the Declaration.

Signed in duplicate originals this 14 day of January, 2002.


Lon J. L'Heureux

STATE OF COLORADO)
) ss.
COUNTY OF BOULDER)

Before me, Virginia H. Holman, a notary public in and for the said county and state, on this 14 day of January 2002, appeared Lon J. L'Heureux, being the incorporator referred to in Article VII of the foregoing articles of incorporation, and upon oath swore, in the County of Boulder, State of

Colorado, to the truth of the facts therein stated.

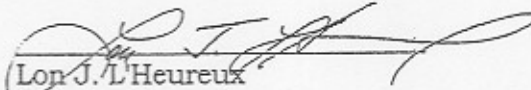
WITNESS MY HAND AND OFFICIAL SEAL,
MY COMMISSION EXPIRES: 10/24/05

[SEAL]

Virginia H. Holeman
NOTARY PUBLIC

CONSENT OF INITIAL REGISTERED AGENT

Lon J. L'Heureux consents to appointment as initial registered agent of
Prairie Village Owners Association, Inc.


Lon J. L'Heureux
registered agent
3143 Nelson Road
Longmont, CO 80503