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ARTICLES OF INCORPORATION
OF
SKYLER SUBDIVISION HOMEOWNERS ASSOCIATION, INC.

In compliance with the requirements of the Colorado Nonprofit Corporation Act, sections 7-121-101, et seq., C.R.S., the undersigned incorporator, who is a resident of Colorado, and eighteen years of age, does this day voluntarily adopt the following for the purpose of forming a non-profit corporation and does hereby certify:

ARTICLE I

NAME

The name of the corporation is SKYLER SUBDIVISION HOMEOWNERS ASSOCIATION, INC., hereafter called the "Association."

ARTICLE II

PRINCIPAL OFFICE

The principal office of the Association is located at 2785 D Road, Grand Junction, Colorado 81501.

ARTICLE III

INITIAL REGISTERED AGENT

Darren Davidson, whose address is 2785 D Road, Grand Junction, Colorado 81501, is hereby appointed the initial registered agent of this Association.

ARTICLE IV

PURPOSE

The Association shall be a corporation not for profit and shall be and constitute the Association described in that certain Declaration for Skyler Subdivision ("Subdivision"), recorded in the office of the Mesa County Clerk and Recorder in Book 18 at Page 377 (the "Declaration"), as the Declaration may be amended from time to time, the Declaration being incorporated herein as if set forth at length. The corporation may exercise all of the powers and privileges, and perform all of the duties and obligations of the Association, as is set forth in the

Declaration, and all other lawful powers of nonprofit corporation under the Colorado Nonprofit Corporation Act.

ARTICLE V
MEMBERSHIP

The corporation shall be a membership corporation. The members shall be the Owners of Lots in the Subdivision, according to the allocation of memberships defined and provided in the Declaration.

ARTICLE VI
VOTING RIGHTS

The members shall have one (1) vote for each membership allocated to the Lots under the Declaration.

ARTICLE VII
EXECUTIVE BOARD

The affairs of the Association shall be managed by an Executive Board (Board) of three (3) persons who, except for the initial Board named in this Article VII, and except for those Board members chosen by the Declarant pursuant to the Declaration, shall be elected from the membership of the Association. The number of members of the Board may be changed by amendment of the Bylaws of the Association. The names and addresses of the persons who are to act in the capacity of the initial members of the Board until the selection of their successors are:

Darren Davidson
2785 D Road
Grand Junction, Colorado 81501.

Steven Voytila
2785 D Road
Grand Junction, Colorado 81501.

Kim Manzanares
2785 D Road
Grand Junction, Colorado 81501.