

DECLARATION OF PROTECTIVE COVENANTS

OF

HIGHLAND LAKES SUBDIVISION FILING NO. 6
TELLER COUNTY, COLORADO

DRAWER 9 CARD

1986A

221934

TO WHOM IT MAY CONCERN:

WHEREAS, L. S. Development Co., a Texas Corporation, duly authorized to do business in the State of Colorado, is the owner of all of the following described real property situated in Teller County, Colorado, to wit: Highland Lakes Subdivision Filing No. 6, and

WHEREAS, the owner is desirous of protecting and preserving the present and future values of the above described property and desires to develop and maintain a first-class mountain subdivision, and

WHEREAS, the owner believes it necessary and proper to place the following covenants and restrictions on said property for the mutual protection and benefit of present and future owners of lots in said subdivision,

NOW, THEREFORE, IN CONSIDERATION OF THE PREMISES, L. S. Development Co. does hereby establish and declare the following covenants and restrictions upon the above described property and does hereby declare that all rights, titles and interest in and to all of the above described property shall henceforth be subject to the covenants and conditions as herein set forth:

1. MEMBERSHIP OF ARCHITECTURAL CONTROL COMMITTEE. An Architectural Control Committee is hereby established, consisting of three members. The initial Architectural Control Committee shall be composed of James S. Billups, Jr., F. B. Howes, Jr., and James Edmunds.
2. OPERATION OF ARCHITECTURAL CONTROL COMMITTEE. The address of the Architectural Control Committee shall be care of L. S. Development Co., Suite 211, Garden Valley Center, Colorado Springs, Colorado 80906. A majority of the committee shall designate a representative to act for it. Neither the members of the committee nor the designated representative shall be entitled to compensation for services performed as a member of said committee. In the event of the death or resignation of any member of said committee, the remaining members of the committee shall have full authority to act and to designate a new member. At any time the then record owners of a majority of the lots in the subdivision shall have the power through a duly recorded written instrument to change the membership of the committee, provided, however, that until such time as three-quarters of the total number of lots in the subdivision have been sold by L. S. Development Co., L. S. Development Co. shall have the right to designate two members of said committee.
3. LAND USE AND BUILDING TYPE. Except for areas designated as Tracts and Lots No. 6, 28, and 30, no lot is to be used for any purpose other than residential unless such non-residential use is approved by the Architectural Control Committee.
4. CONSTRUCTION CONTROL. No building shall be erected, placed or altered on any lot of the subdivision unless the building plans and location of the building, including its water system, and waste facilities have

been approved by the Architectural Control Committee and the Teller County Health Department. Minimum ground floor area, exclusive of porches and garages, shall not be less than six hundred (600) square feet. Two copies of building plans and specifications will be submitted for review; one copy will be returned with comments and/or approval, the second copy will be retained as company records. Any plans for construction, which have been submitted to the Architectural Control Committee, and which have not been disapproved by such committee within thirty days, shall be deemed to have been approved by such committee. Construction begun on any lot in the subdivision shall be completed within two years from the date of commencement. The construction of dams, ponds, lakes or any activity affecting any water course in the subdivision shall be subject to the same control by the Architectural Control Committee as is provided for above with respect to structures. No structure of a temporary character and no mobile home, house trailer or camp trailer or tents shall be affixed to any lot, unless the same is approved by the Architectural Control Committee. Cultivated lawns or landscaping in a style not complementary to the natural surrounding will not be permitted. A culvert shall be installed in ditch or driveway to building site by Purchaser, in accordance with Teller County drainage regulations.

5. SUBDIVISION OR DIVIDING OF LOTS. No lot of less than four acres shall be divided. Lots of four acres or larger may be divided into parcels of no less than two acres each with the approval of the Architectural Control Committee and upon compliance with all applicable Statutes of the State of Colorado and Resolutions of the Board of County Commissioners, Teller County, Colorado. In the event of any subdividing or division, each such parcel shall be treated as one building site.
6. LOCATION OF STRUCTURES. No building or appurtenances thereto shall be located nearer than twenty-five feet from the exterior boundaries of the building site, and no septic tank or waste disposal facilities shall be located nearer than 75 feet of the boundaries of the building site, unless a variance from this covenant is approved by the Architectural Control Committee.
7. NUISANCES. No noxious or offensive activity shall be conducted on any portion of the property; nor shall anything be done which may be or may become an annoyance or nuisance to the neighborhood. Hunting of any kind is forbidden throughout the subdivision.
8. LIVESTOCK AND POULTRY. No animals, livestock or poultry of any kind shall be raised, bred or kept on any lot, except that dogs, cats or other household pets may be kept, provided that they are not kept, bred or maintained for any commercial purposes, provided, however, that one horse (no stallions) may be kept on each lot. Arrangements for the keeping of a horse, including the construction of a barn, corral and fences must be first approved by the Architectural Control Committee. The said premises shall be at all times kept clean and sanitary by frequent and proper removal and disposal of manure and other refuse.

9. OIL DRILLING AND MINING OPERATIONS. No oil drilling, oil development operations, oil refining, quarrying or mining operation of any kind shall be permitted upon or in any lot or tract, nor shall oil wells, oil tanks, mineral excavations, tunnels or shafts be permitted on any lot or tract unless such activity is under the control of the L. S. Development Co. No windmills shall be permitted.
10. SANITATION FACILITIES. No outside toilets shall be erected or maintained, and all lavatories and toilets shall be located inside the principal building and connected with waste disposal facilities which meet the approval of the Colorado State Health Department, Teller County Health Department and the Architectural Control Committee.
11. GARBAGE AND REFUSE DISPOSAL. Trash, garbage and other waste shall be kept in sanitary containers. Incinerators will not be utilized for the disposal of garbage and trash on the premises. Garbage and trash shall be disposed of by removal from the subdivision. No lot or portion thereof shall be used for dumping trash or garbage. Any items considered unsightly or offensive by the Architectural Control Committee shall be removed by the owner of the lot which said items are located. No brush, trash or other material shall be burned, except in compliance with fire regulations of Teller County.
12. GENERAL PROVISIONS. These covenants are to run with the land and shall be binding upon all parties and all parties claiming under them for a period of twenty years from the date hereof; after which time said covenants shall be automatically extended for successive periods of ten years unless an instrument signed by a majority of the then owners of the lots in the subdivision has been recorded, agreeing to change said covenants in whole or in part.
13. ENFORCEMENT. Failure to enforce any restriction, condition, covenant or agreement herein contained shall in no event be deemed a waiver of the right to do so thereafter as to the same breach or as to one occurring prior to or subsequent thereto. Enforcement of these covenants shall be by proceedings at law or in equity against any person or persons violating or attempting to violate the same, either to restrain violation or to recover damages. The proposed Property Owners Association or the owner of any land in the subdivision shall have the right to seek enforcement of these covenants.
14. SEVERABILITY. Invalidation of any one or more of these covenants by Judgment or Court Order shall in no wise affect any of the other provisions, which shall remain in full force and effect.

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DRAWER 9 CARD 178 11

Dated at Colorado Springs, Colorado, this 2nd day of
April, 1973.

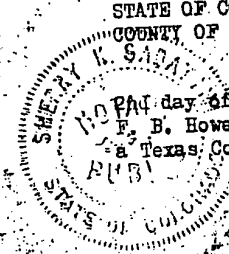


L. S. DEVELOPMENT CO.

By: James S. Billups, Jr.
James S. Billups, Jr., President

F. B. Howes, Jr.
F. B. Howes, Jr., Asst. Secretary

STATE OF COLORADO)
COUNTY OF EL PASO) ss.



The foregoing instrument was acknowledged before me this
2nd day of April, 1973, by James S. Billups, Jr., as President and
F. B. Howes, Jr., as Assistant Secretary, of L. S. Development Co.,
a Texas Corporation.

My commission expires Oct. 22, 1978

Sherry K. Sabatini
Notary Public

Filed for record May 5, 1975 at 11:15 A. M. W. L. Johnston, Recorder
DRAWER 16 CARD 1012 A

DC-1-NP
(Rev. 4-74)

238405

STATE OF COLORADO

DEPARTMENT OF
STATE



NONPROFIT
CERTIFICATE OF
INCORPORATION

I, MARY ESTILL BUCHANAN,

*Secretary of State of the State of Colorado, hereby certify that
pursuant to the provisions of the Colorado Nonprofit Corporation Act,
Articles of Incorporation were delivered to this office, found to conform
to law, and filed in this office.*

*Accordingly the undersigned, by virtue of the authority vested in me by law, hereby
issues this Certificate of Incorporation of*

-----Highland Lakes Property Owners Association, Inc.-----
(A COLORADO NONPROFIT CORPORATION)

Subscribed this Twenty-First day of April, A. D. 1975



Mary Estill Buchanan
SECRETARY OF STATE

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DRAWER 16 CARD 1028 FILED in the office of the Secretary of
State of the State of Colorado

ARTICLES OF INCORPORATION
OF

HIGHLAND LAKES PROPERTY OWNERS ASSOCIATION, INC.

APR 21 1977

We, the undersigned, all of whom are residents of the State of Colorado and all of whom are of full age, have this day voluntarily associated ourselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

The name of the corporation is "Highland Lakes Property Owners Association, Inc."

ARTICLE II

The principal office of the Corporation is located at P. O. Box 123, Divide, County of Teller, Colorado, 80814.

ARTICLE III

The address of the initial registered office of the Corporation is P. O. Box 123, Divide, County of Teller, Colorado, 80814, and the name of the initial registered agent at such address is Donald W. Pettigrew.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

Highland Lakes Property Owners Association, Inc., hereinafter called the "Association" does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for road maintenance, architectural control of the residence lots and for development, utilization and maintenance of existing water sources and storage facility thereof located and identified as certain tracts of property described as Highland Lakes according to the respective plats thereof, which are recorded in the County of Teller, State of Colorado, and to promote the health, safety and welfare of the residents and property owners within the above described property, and for this purpose, to:

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants and Restrictions, hereinafter called the "Declaration" applicable to the property and recorded in the office of the Clerk and Recorder of Teller County, Colorado, and as the same may be amended as provided therein, said declaration being incorporated herein as if set forth in length;

(b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration or as otherwise lawfully provided; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(d) borrow money, to mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred; and

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(e) have and to exercise any and all powers, rights and privileges which a corporation organized under the Colorado Non-Profit Corporation Act by law may now or hereafter have or exercise.

ARTICLE V

MEMBERSHIP

MEMBERSHIP. Every person or entity who is an Owner as hereinafter defined of any lot in the various Highland Lakes subdivisions and/or which is subject to assessment by the Association shall be entitled to become a member of the Association. When more than one person is a record Owner, or Owner in equity of a lot, all such persons shall be so entitled. Non-Property Owners may not be members of this Association. Membership qualifications, responsibilities and privileges shall be established in the By-Laws of the Association.

ARTICLE VI

VOTING RIGHTS

Those qualified members in good standing holding an interest in any one lot shall collectively be entitled to one vote for said lot. The membership vote for each lot shall be exercised by the owners thereof as they among themselves determine, but in no event shall more than one vote be cast with respect to any lot for which membership dues have been paid. Any member who owns more than one lot in Highland Lakes shall be entitled to one vote for each lot owned for which membership dues have been paid, excepting and excluding the developer of said subdivisions, holding original and un conveyed lots, who shall be allowed only one vote.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of not less than three (3) nor more than seven (7) Directors, who must be members of the Association in good standing. The names and addresses of the three persons who are to act in the capacity of the initial directors until the selection and qualification of their successors and/or additional directors are:

NAMES	ADDRESSES
1. Donald W. Pettigrew	P. O. Box 129 Divide, Colorado, 80814
2. George Madden	2010 Parkview Blvd Colorado Springs, Colorado, 80906
3. Mary H. Lynch	P. O. Box 187 Divide, Colorado, 80814

At the first annual members meeting, the members shall elect a Board of Directors.

ARTICLE VIII
DISSOLUTION

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The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the members in good standing present at a meeting of the members at which a quorum is present at the time the question of dissolution is considered. Upon dissolution of the Association, the assets, both real and personal of the Association, shall be dedicated to an appropriate public agency to be devoted to purposes as nearly as practicable the same as those which they were required to be devoted by the Association. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to purposes and uses that would most nearly reflect the purposes and uses to which they were required to be devoted by the Association.

ARTICLE IX
DURATION

The Corporation shall exist perpetually.

ARTICLE X
MEETINGS

In order to take action under these Articles, there must be a duly held meeting. Written notice, setting forth the purpose of the meeting shall be given to all lot owners not less than 15 days nor more than 50 days in advance of the meeting. The presence of members or of proxies entitled to cast sixty percent (60%) of the votes shall constitute a quorum. If the required quorum is not forthcoming at any meeting, another meeting may be called for the same purposes subject to the notice requirement set forth above, and the required quorum of such subsequent meeting shall be one-half of the required quorum of the preceding meeting. The requirements for a quorum as set forth above shall also apply at regular annual meetings. Annual meetings of the membership shall be at a date, time and place each calendar year as established in the By-Laws or announced and designated by the Board of Directors.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Colorado, we, the undersigned as natural persons, constituting the incorporators of this Association, have executed these Articles of Incorporation this 18th day of April, 1975.

Donald W. Pettigrew
Donald W. Pettigrew
P. O. Box 129
Divide, Colorado, 80814

George W. Madden
George Madden
2010 Parkview Blvd
Colorado Springs, Colorado, 80906

Mary H. Lynch
MARY H. LYNCH
P. O. Box 187
Divide, Colorado, 80814

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STATE OF COLORADO)

DRAWER 16 CARD 1014

)
COUNTY OF TELLER)

On this day personally appeared before me a Notary Public in and for said County and State, Donald W. Pattigrew, George Madden and Mary H. Lynch as natural persons, personally known to me to be the persons whose names are subscribed to the annexed and foregoing Articles of Incorporation, and they and each of them acknowledged to me that they and each of them signed and sealed the said instrument of writing as their free and voluntary act and deed and as the free and voluntary act and deed of each of them, for the uses and purposes therein set forth.

Given under my hand and Notarial Seal this 18th day of April, A.D., 1975.

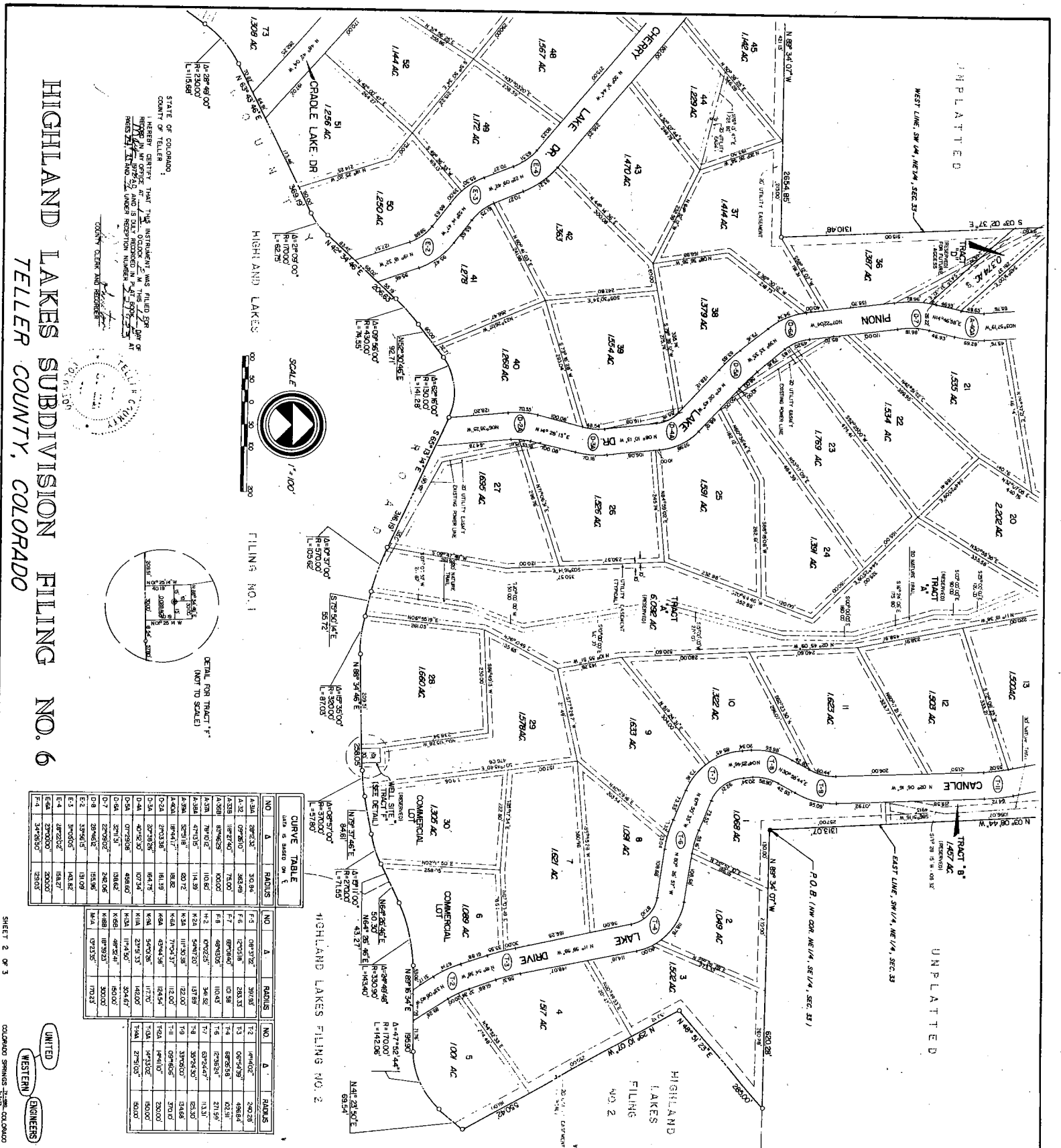
My Commission expires Jan. 28, 1978

Donald W. Pattigrew
Notary Public

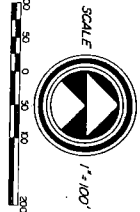


UNPLATTED

UNPLATTED



HIGHLAND LAKES SUBDIVISION FILING NO. 6
 TELLER COUNTY, COLORADO



FILING NO. 1

DETAIL FOR TRACT "F"
 (NOT TO SCALE)

STATE OF COLORADO
 COUNTY OF TELLER
 I HEREBY CERTIFY THAT THIS INSTRUMENT WAS FILED BY
 THE PUBLIC RECORDS OFFICE AT DENVER, COLORADO, THIS 15TH DAY OF
 APRIL, 1973, UNDER RECORD NO. 12803, IN THE PUBLIC RECORDS
 OFFICE OF TELLER COUNTY, COLORADO.

COUNTY CLERK AND RECORDER

CURVE TABLE

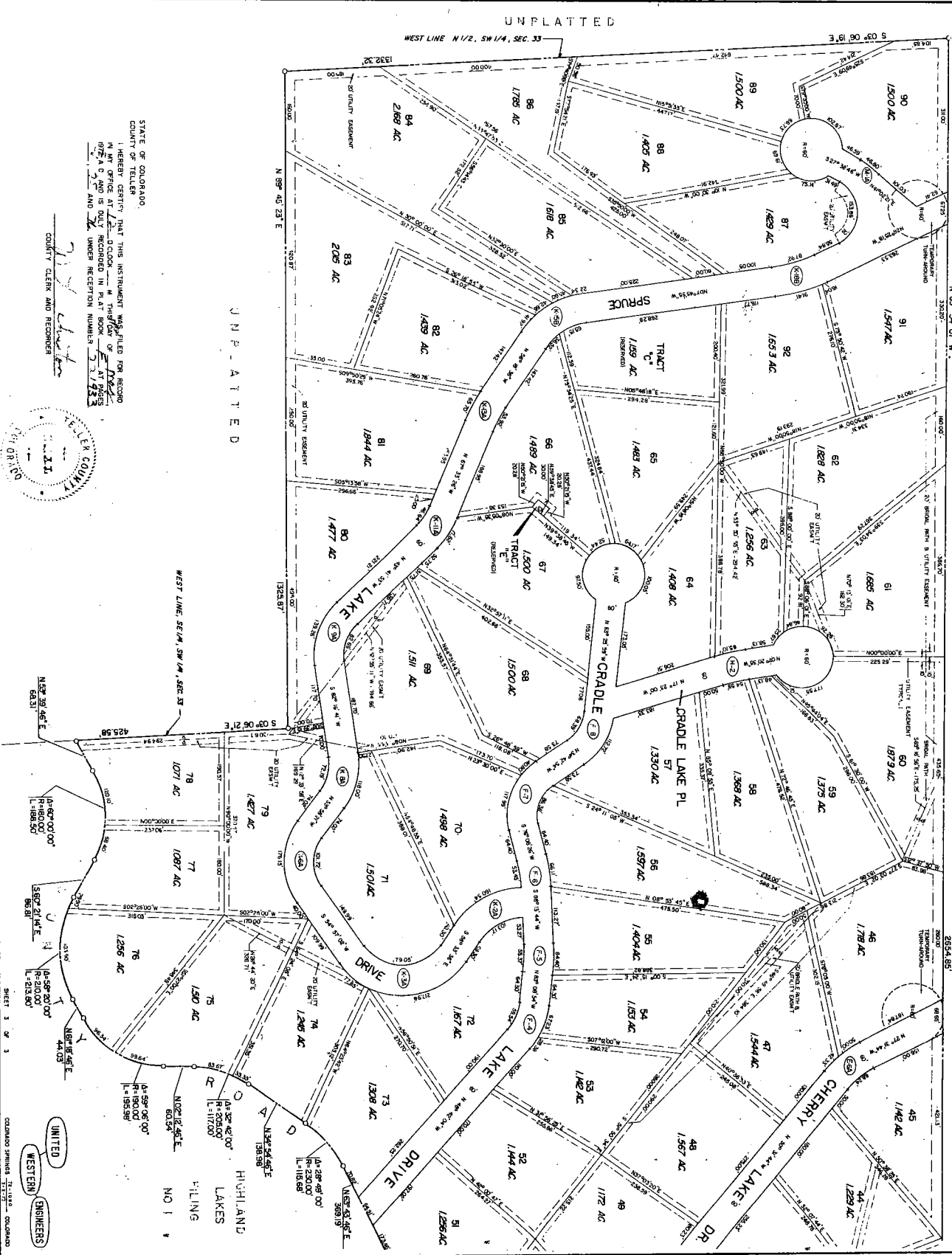
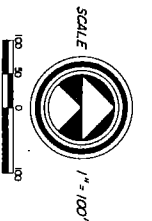
NO.	Δ	RADIUS	NO.	Δ	RADIUS
1	98°23'	30.94	7	108°37'	29.58
2	107°20'	38.99	8	107°38'	28.33
3	107°20'	73.00	9	107°38'	28.33
4	107°20'	10.80	10	107°38'	28.33
5	107°20'	10.80	11	107°38'	28.33
6	107°20'	10.80	12	107°38'	28.33
7	107°20'	10.80	13	107°38'	28.33
8	107°20'	10.80	14	107°38'	28.33
9	107°20'	10.80	15	107°38'	28.33
10	107°20'	10.80	16	107°38'	28.33
11	107°20'	10.80	17	107°38'	28.33
12	107°20'	10.80	18	107°38'	28.33
13	107°20'	10.80	19	107°38'	28.33
14	107°20'	10.80	20	107°38'	28.33
15	107°20'	10.80	21	107°38'	28.33
16	107°20'	10.80	22	107°38'	28.33
17	107°20'	10.80	23	107°38'	28.33
18	107°20'	10.80	24	107°38'	28.33
19	107°20'	10.80	25	107°38'	28.33
20	107°20'	10.80	26	107°38'	28.33
21	107°20'	10.80	27	107°38'	28.33
22	107°20'	10.80	28	107°38'	28.33
23	107°20'	10.80	29	107°38'	28.33
24	107°20'	10.80	30	107°38'	28.33
25	107°20'	10.80	31	107°38'	28.33
26	107°20'	10.80	32	107°38'	28.33
27	107°20'	10.80	33	107°38'	28.33
28	107°20'	10.80	34	107°38'	28.33
29	107°20'	10.80	35	107°38'	28.33
30	107°20'	10.80	36	107°38'	28.33
31	107°20'	10.80	37	107°38'	28.33
32	107°20'	10.80	38	107°38'	28.33
33	107°20'	10.80	39	107°38'	28.33
34	107°20'	10.80	40	107°38'	28.33
35	107°20'	10.80	41	107°38'	28.33
36	107°20'	10.80	42	107°38'	28.33
37	107°20'	10.80	43	107°38'	28.33
38	107°20'	10.80	44	107°38'	28.33
39	107°20'	10.80	45	107°38'	28.33

HIGHLAND LAKES FILING NO. 2

HIGHLAND LAKES SUBDIVISION

FILING NO. 6 TELLER COUNTY, COLORADO

UNPLATTED



STATE OF COLORADO
COUNTY OF TELLER

I HEREBY CERTIFY THAT THIS INSTRUMENT WAS FILED FOR RECORD
IN MY OFFICE AT _____ COLORADO, THIS _____ DAY OF _____
A.D. 19____ AND _____ UNCEP RECEPTION NUMBER _____

COUNTY CLERK AND RECORDER



UNITED
WESTERN
ENGINEERS

CHANDLER SURVEYS, INC., 11-11-10, COLORADO
SHEET 3 OF 3

