



HOMEOWNERS ASSOCIATION

**ARTICLES OF INCORPORATION
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ARTICLES OF INCORPORATION

Formed pursuant to the provisions of the Indiana Code.

ARTICLE I - NAME AND PRINCIPAL OFFICE ADDRESS

BUSINESS ID 202109171527525
BUSINESS TYPE Domestic Nonprofit Corporation
BUSINESS NAME ESTES PARK HOMEOWNERS ASSOCIATION, INC.
PRINCIPAL OFFICE ADDRESS 9225 Harrison Park Court, Indianapolis, IN, 46216, USA

ARTICLE II - REGISTERED OFFICE AND ADDRESS

REGISTERED AGENT TYPE Individual
NAME Peter Logan
ADDRESS 9225 Harrison Park Court, Indianapolis, IN, 46216, USA
SERVICE OF PROCESS EMAIL peterl@YourArborHomes.com

I acknowledge that the Service of Process email provided above is the email address at which electronic service of process may be accepted.

ARTICLE III - PERIOD OF DURATION AND EFFECTIVE DATE

PERIOD OF DURATION Perpetual
EFFECTIVE DATE 09/17/2021
EFFECTIVE TIME 04:19PM

ARTICLE IV - PRINCIPAL(S)

No Principal on record.

ARTICLE V - INCORPORATOR(S)

NAME Michael A. Brockman
ADDRESS 201 N. Illinois St, Suite 1900, Indianapolis, IN, 46204, USA

ARTICLE VI - GENERAL INFORMATION

STATEMENT OF PURPOSE

The purposes of the Corporation shall be to provide, as a "homeowners association," for the administration and enforcement of the standards, covenants and restrictions contained in the Declaration, to provide for the maintenance, repair, upkeep, replacement, administration, management and operation of the Real Estate, to promote the health, safety, common good and social welfare of the Owners and tenants of the Real Estate, and to perform such other functions relating to the operation and maintenance of the Subdivision as determined by its Board of Directors to be advisable or appropriate.

TYPE OF CORPORATION Mutual benefit corporation (all others)

WILL THE CORPORATION HAVE MEMBERS? Yes

DISTRIBUTION OF ASSETS

Upon dissolution of the Corporation, any assets remaining after payment of any known debts and obligations shall be transferred or distributed ratably to the Members or, if the Corporation has no Members, to those persons whom the Corporation holds out as benefiting or serving, consistent with the provisions of applicable law.

SIGNATURE

THE SIGNATOR(S) REPRESENTS THAT THE REGISTERED AGENT NAMED IN THE APPLICATION HAS CONSENTED TO THE APPOINTMENT OF REGISTERED AGENT.

THE UNDERSIGNED, DESIRING TO FORM A CORPORATION PURSUANT TO THE PROVISIONS OF THE INDIANA NONPROFIT CORPORATION ACT, EXECUTE THESE ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, THE UNDERSIGNED HEREBY VERIFIES, SUBJECT TO THE PENALTIES OF PERJURY, THAT THE STATEMENTS CONTAINED HEREIN ARE TRUE, THIS DAY **September 17, 2021**.

SIGNATURE Michael A. Brockman

TITLE Incorporator

Business ID : 202109171527525

Filing No : 9158335

NOT FOR PROFIT

**ARTICLES OF INCORPORATION
OF
ESTES PARK HOMEOWNERS ASSOCIATION, INC.**

The undersigned Incorporator, desiring to form a corporation pursuant to the provisions of the Indiana Code § 23-17-1-1, *et seq.* (the “Act”), hereby executes the following Articles of Incorporation:

**ARTICLE I
NAME**

Section 1.1. Name. The name of the corporation is Estes Park Homeowners Association, Inc. (the “Corporation”).

**ARTICLE II
ADOPTION, PURPOSES, POWERS, AND DEFINITIONS**

Section 2.1. Adoption. These Articles of Incorporation (the “Articles”) creating the Corporation are adopted as contemplated by, and in accordance with, the Declaration of Covenants, Conditions and Restrictions of Estes Park Subdivision (the “Declaration”). The Declaration is incorporated herein by reference, and all of the standards, rights, liabilities, covenants and restrictions and other terms and provisions contained in such Declaration, and any amendments and supplements, thereto shall apply to and govern the interpretation of these Articles and the Bylaws of the Corporation (the “Bylaws”).

Section 2.2. Purposes. The Corporation is a mutual benefit corporation. The purposes of the Corporation shall be to provide, as a “homeowners association,” for the administration and enforcement of the standards, covenants and restrictions contained in the Declaration, to provide for the maintenance, repair, upkeep, replacement, administration, management and operation of the Real Estate, to promote the health, safety, common good and social welfare of the Owners and tenants of the Real Estate, and to perform such other functions relating to the operation and maintenance of the Subdivision as determined by its Board of Directors to be advisable or appropriate.

The Corporation is formed exclusively for purposes for which a Corporation may be formed under Indiana Code § 23-17-1-1, *et seq.*, as amended, and not for the purpose of or resulting in the pecuniary remuneration of its members as such; provided, however, this section shall not prohibit the Corporation from being authorized to pay reasonable compensation to its members, officers or Directors for services actually rendered to or for the Corporation in carrying out one or more of its purposes subject to the limitations within the Declaration.

Section 2.3. Powers. Subject to and in furtherance of the purposes for which it is organized, the Corporation shall have, in addition to the general rights, privileges and powers conferred by law, the following rights, privileges and powers:

(a) To have and exercise all of the power, rights and privileges and perform all of the duties and obligations of the Corporation as set forth herein and in the Declaration and Bylaws, as the same may be amended from time to time;

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

(c) To 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 which is held in title by the Corporation;

(d) To borrow money, and as provided for in the Declaration and Bylaws, pledge, deed in trust, or hypothecate any or all of its assessments as collateral for money borrowed or debts incurred;

(e) To dedicate, sell or transfer all or part of any common area to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to as prescribed in the Declaration;

(f) To enter into agreements with individuals, entities or governmental bodies for the management, maintenance and betterment of the Subdivision irrespective of whether the agreement affects property inside or outside of the Subdivision;

(g) To indemnify any person against liability and expenses, and to advance the expenses incurred by such person, in connection with the defense of any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise, and whether formal or informal, to the fullest extent permitted by applicable law, or, if not permitted, then to any extent not prohibited by such law, unless otherwise provided in the Declaration;

(h) To have and exercise any and all powers, rights and privileges which a corporation organized under Indiana law may now or hereafter have or exercise; and

(i) To do everything necessary, proper, advisable or convenient for the accomplishment of any of the purposes, or attainment of any of the objects or the furtherance of any of the powers herein set forth, and to do every other act and thing incidental thereto or connected therewith which is not forbidden by the laws of the State of Indiana, or by the provisions of these Articles of Incorporation.

The foregoing sections shall be construed as purposes as well as powers, and the matters expressed in each section shall, unless otherwise expressly provided, be in no way limited by reference to, or inference from, the terms of any other section, each of said sections being regarded as creating independent powers and purposes. The enumeration of specific powers and purposes in any such sections shall not be construed as limiting or restricting in any manner either the meaning of general terms used in any of such sections, or the scope of the general powers of the Corporation created thereby; nor shall the expression of one thing be deemed to exclude another not expressed, whether or not it be of like nature.

Section 2.4. Definitions. Capitalized terms used but not defined herein shall have the meanings attributed to such terms in the Declaration.

ARTICLE III PERIOD OF EXISTENCE

Section 3.1. Period of Existence. The period during which the Corporation shall continue is perpetual or such shorter time as is established by the Declaration.

ARTICLE IV INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

Section 4.1. Initial Registered Agent and Initial Registered Office. The street address of the initial registered office of the Corporation ("Registered Office") is 9225 Harrison Park Court, Indianapolis, Indiana 46216, and the name of the initial registered agent of the Corporation at that office is Peter Logan, who has consented to serve as such.

ARTICLE V MEMBERSHIP

Section 5.1. Members. The Corporation shall have members. Initially, there shall be two classes of membership. Class A Members shall be all Owners, as defined in the Declaration, except Class B Members, and shall possess voting rights only as stated in the Declaration and the Bylaws. Class B Members shall be the Declarant, as defined in the Declaration, and all successors and assigns of the Declarant as provided for in the Declaration, and shall have voting rights as stated in the Declaration and Bylaws. The Class B Member as of this date is the Declarant and its successors and assigns as designated in the Declaration. After the Applicable Date, as defined in the Declaration, the Class B memberships shall be converted to Class A memberships, as provided for in the Declaration.

ARTICLE VI DIRECTORS

Section 6.1. Number of Directors. The Board of Directors shall be composed of three (3) members, or such greater number as may be prescribed from time to time as set forth in the Declaration and Bylaws.

Section 6.2. Election of Directors. All Directors, other than the Initial Board, shall be elected by the Members, as described in the Declaration and Bylaws.

Section 6.3. Names, Terms, and Post Office Addresses of the Initial Directors. The names and post office addresses of the members of the Initial Board are:

Name	Number and Street	City and State	Zip Code
Peter Logan	9225 Harrison Park Court	Indianapolis, Indiana	46216
Nathan Custer	9225 Harrison Park Court	Indianapolis, Indiana	46216
Christian Rector	9225 Harrison Park Court	Indianapolis, Indiana	46216

Section 6.4. Staggering of Directors. The Bylaws may provide for staggering the terms of service of the members of the Board of Directors by dividing the total number of the Board of Directors into three (3) groups, with each group containing one-third (1/3) of the total, as near as may be.

ARTICLE VII INCORPORATOR

Section 7.1. Name and Post Office Address. The name and post office address of the Incorporator of the Corporation is Michael A. Brockman, 201 North Illinois Street, Suite 1900, P.O. Box 44961, Indianapolis, Indiana 46244.

ARTICLE VIII NO PRIVATE INUREMENT

Section 8.1. No Private Inurement. None of the Corporation's net earnings shall inure to the benefit of any private individual, other than as a direct and incidental result of the Corporation engaging in one or more of its exempt functions.

ARTICLE IX PROVISIONS FOR THE REGULATION AND CONDUCT OF THE AFFAIRS OF THE CORPORATION

Section 9.1. Contributions and Liabilities of Members. No Member of the Corporation nor any property of a Member shall be subject to any liability for any debts of the Corporation, with the sole exception of the Member's Regular Assessments, Special Assessments and costs, fees and expenses incurred in connection with collecting such assessments as provided in the Declaration and Bylaws of the Corporation.

Section 9.2. Bylaws. The power to make, alter, amend or repeal the rules and regulations for the conduct of the affairs of the Corporation shall be vested in the Board of Directors; provided, however, any acts of the Board of Directors that would change any provision of the Bylaws must be approved in accordance with the amendment provisions or

requirements of the Declaration and Bylaws and no amendment to the Bylaws or acts of the Board of Directors shall be inconsistent with or contradictory to these Articles of Incorporation or any applicable law.

Section 9.3. Amendment of Articles of Incorporation. These Articles of Incorporation may be amended with the consent of a majority of the votes of the Members, but no amendment may modify or change any provision of the Declaration, unless such change is approved in accordance with the provisions of the Declaration for amendment to the Declaration.

Section 9.4. Non-Liability of Directors. The Directors shall not be liable for any debts of the Corporation or with respect to any contract made by them on behalf of the Corporation, and in all matters the Directors shall act for and on behalf of the Corporation and as its agent. The Directors shall not be liable to the Members of the Corporation or any other persons for any error or mistake of judgment exercised in carrying out their duties and responsibilities as Directors, except for their own individual willful misconduct, bad faith or gross negligence. All contracts made by the Directors on behalf of the Corporation shall be in the name of the Corporation, and the Corporation shall indemnify and hold harmless and defend each of the Directors against any and all liability to any person, firm or corporation arising out of contracts made by the Directors on behalf of the Corporation, unless any such contract shall have been made in bad faith. Each Director of the Corporation shall be fully protected in relying in good faith upon the books and records of the Corporation or statements or advice made by or prepared by any of its officers and employees, or any accountant, attorney, other person or firm employed by the Corporation to render advice or service, unless such Director had actual knowledge of the falsity or incorrectness thereof; nor shall a Director incur liability by virtue of the fact that such Director did not attend a meeting or meetings of the Board of Directors.

Section 9.5. Additional Indemnity of Directors. The Corporation shall indemnify, hold harmless and defend any person (and the heirs, assigns and legal representatives of such person) made a party to any action, suit or proceeding by reason of the fact that he is or was a Director of the Corporation, as provided for in the Declaration and Article X herein.

Section 9.6. Committees. The Board of Directors may, from time to time, in the Bylaws of the Corporation or by resolution, designate such committees as the Board of Directors may deem desirable for the furtherance of the purposes of the Corporation.

Section 9.7 Powers of Directors. In addition to the powers and the authority granted by these Articles of Incorporation, the Declaration, or by statute expressly conferred, the Board of Directors of the Corporation is hereby authorized to exercise all powers and to do all acts and things as may be exercised or done under the laws of the State of Indiana by a corporation organized and existing under the provisions of the Act and not specifically prohibited or limited by these Articles.

ARTICLE X INDEMNIFICATION

Section 10.1. Indemnification by the Corporation. To the extent not inconsistent with applicable law, every person (and the heirs, assigns and legal representatives of such person) who is or was a Director, incorporator, officer, employee or agent of the Corporation and any person serving as a member of the Estes Park Architectural Control Committee shall be indemnified by the Corporation against all liability and reasonable expense that may be incurred by such person in connection with or resulting from any claim, action, suit or proceeding (a) if such person is wholly successful with respect thereof, or (b) if not wholly successful, then if such person is determined as provided in Section 10.3 to have acted in good faith, in what he or she reasonably believed to be the best interests of the Corporation (or, in any case not involving the person's official capacity with the Corporation, in what he or she reasonably believed to be not opposed to the best interests of the Corporation) and, in addition, with respect to any criminal action or proceeding, is determined to have had reasonable cause to believe that the conduct was lawful (or no reasonable cause to believe that the conduct was unlawful). The termination of any claim, action, suit or proceeding, by judgment, settlement (whether with or without court approval), conviction or upon a plea of guilty or of nolo contendere, or its equivalent, shall not create a presumption that a person did not meet the standards of conduct set forth in this Article X.

Section 10.2. Definitions.

(a) As used in this Article X, the terms "claim, action, suit or proceeding" shall include any threatened, pending or completed claim, action, suit or proceeding and all appeals thereof (whether brought by or in the right of this Corporation, any other corporation or otherwise), civil, criminal, administrative or investigative, whether formal or informal, in which a person (or his heirs, assigns or legal representatives) may become involved, as a party or otherwise:

(i) By reason of such person being or having been a Director, officer, employee or agent of the Corporation, or of any corporation where he served as such at the request of the Corporation, or

(ii) By reason of such person acting or having acted in any capacity in a corporation, partnership, joint venture, association, trust or other organization or entity where he served as such at the request of the Corporation, or

(iii) By reason of any action taken or not taken by such person in any such capacity, whether or not such person continues in such capacity at the time such liability or expense shall have been incurred.

(b) As used in this Article X, the terms "liability" and "expense" shall include, but shall not be limited to, counsel fees and disbursements, and amounts of

judgments, fines or penalties against, and amounts paid in settlement by or on behalf of, a person.

(c) As used in this Article X, the term “wholly successful” shall mean (i) termination of any action, suit or proceeding against the person in question without any finding of liability or guilt against such person, (ii) approval by a court, with knowledge of the indemnity herein provided, of a settlement of any action, suit or proceeding or (iii) the expiration of a reasonable period of time after the making of any claim or threat of any action, suit or proceeding without the institution of the same, without any payment or promise made to induce a settlement.

Section 10.3. Entitlement to Indemnification. Every person claiming indemnification hereunder (other than one who has been wholly successful with respect to any claim, action, suit or proceeding) shall be entitled to indemnification (a) if special independent legal counsel, which may be regular counsel of the Corporation or other disinterested person or persons, in either case selected by the Board of Directors, whether or not a disinterested quorum exists (such counsel or person or persons being hereinafter called the “referee”), shall deliver to the Corporation a written finding that such person has met the standards of conduct set forth in the preceding Section 10.1, and (b) if the Board of Directors, acting upon such written finding, so determines. The person claiming indemnification shall, if requested, appear before the referee and answer questions which the referee deems relevant and shall be given ample opportunity to present to the referee evidence upon which he or she relies for indemnification. The Corporation shall, at the request of the referee, make available facts, opinions or other evidence in any way relevant to the referee’s findings that are within the possession or control of the Corporation.

Section 10.4. Relationship to Other Rights. The right of indemnification provided in this Article X shall be in addition to any rights to which any person may otherwise be entitled.

Section 10.5. Extent of Indemnification. Irrespective of the provisions of this Article X, the Board of Directors may, at any time and from time to time, approve indemnification of Directors, officers, employees, agents or other persons to the fullest extent permitted by applicable law, or, if not permitted, then to any extent not prohibited by such law, whether on account of past or future transactions.

Section 10.6. Advancement of Expenses. Expenses incurred with respect to any claim, action, suit or proceeding may be advanced by the Corporation (by action of the Board of Directors, whether or not a disinterested quorum exists) prior to the final disposition thereof upon receipt of an undertaking by or on behalf of the recipient to repay such amount unless the recipient is entitled to indemnification.

Section 10.7. Purchase of Insurance. The Board of Directors is authorized and empowered to purchase insurance covering the Corporation’s liabilities and obligations under this Article X and insurance protecting the Corporation’s Directors, officers, employees, agents or other persons.

ARTICLE XI DISSOLUTION

Section 11.1. Dissolution. The Corporation may be dissolved only with the written consent of a majority of the votes of the Members. Upon dissolution of the Corporation, any assets remaining after payment of any known debts and obligations shall be transferred or distributed ratably to the Members or, if the Corporation has no Members, to those persons whom the Corporation holds out as benefiting or serving, consistent with the provisions of applicable law.

IN WITNESS WHEREOF, the undersigned Incorporator hereby adopts these Articles of Incorporation and presents them to the Secretary of State of the State of Indiana for filing. The undersigned further verifies, under the penalties of perjury, that the facts contained herein are true.

Dated as of this 16th day of September, 2021.



Michael A. Brockman, Incorporator