

**DISTRICT COURT, ARCHULETA COUNTY,
COLORADO**

Court Address: 449 San Juan Boulevard
Pagosa Springs, CO 81147

**PLAINTIFF: COLORADO'S TIMBER RIDGE
HOMEOWNERS ASSOCIATION, a Colorado non-
profit corporation**

**DEFENDANTS: COLORADO TIMBER RIDGE
RANCH, L.P., a California limited partnership;
GEORGE TAULMAN and JEAN TAULMAN, a
married couple; WALTER JOSEPH MACHOCK;
Randy Adams and Kathleen Adams; Francisco
Ampuero and Estela Ampuero Revocable Trust;
Bob Anderson and Karen Anderson; Charles
Anderson and Eileen Anderson; John Atwood and
Elizabeth Atwood; The Babillis-Masters
Revocable Trust dated August 31, 2000; Richard
Babillis; Eric Bard and Nancy Bard; Jack Bard
and Janie Bard; Pam Barsanti; Nick Bartol and
Rene Bartol; George Basile; Roger Powell and
Vicki Powell; David R. Bewley and Margaret E.
Bewley; Glen Beyer and Barbara Beyer; Paul
Boiano and Kathy Boiano; Curtis Book and
Evelyn Book; Kenneth Boone and Robert Sneed;
Duane Branson and Phyllis Branson; Wayen
Brehm and Lana Brehm; Ivo Brieven and Gerda
Brieven; Robert Brown; Keith Bullock and
Michelle Bullock; Arthur Burger and Maryann
Burger; Gary Bystedt and Linda Bystedt; Michael
Catalano and Ryan Kruerger; Ronald L.
Christensen; Timothy Clark; Gene Clements and
Sharon Clements; Wiliam L. Commer; Glenn
Commons and Linda Commons; Kent Covell and
Gay Covell; Sandra Criswell; Ron Cromwell; Peter
Demko and Dawn Demko; James Denvir and
Barbara Parada; Paul Dillon and Katherine
Ridenhour; George Dougherty and Mary
Dougherty; Espoy Family Trust dated September
15, 1989; Virginia Foletta; Terrence W. Foot Trust
dated 12/18/98; Ronald B. Forman and Mary B.**

▲ COURT USE ONLY ▲

Case Number: 09 CV 95

Div.: Ctrm.:

Forman, as Trustees of the Forman Family Living Trust; Gary Franklin and Adriene Franklin; Don Gallegos; Susan Gallegos; N. Ana Garner; Thomas Gibbs and Cynthia Gibbs; Melvin Gibson and Judy Gibson; Bobby Glenn and Pauline Glenn; Gary Gobbato and Nancy Gobbato; Jim Godward and Clair Helmberger; GPH Investments, Inc., a Texas Corporation; Douglas Granrath and Ronda Granrath; Arthur Gravley and Linda Gravley; Glenn Gregory and Dowene Gregory; Buster Griggs and Karen Griggs; John Gustave; Hale Family Investments, LP; Deborah L. Hale Revocable Living Trust dated 1/31/03; Gary W. Hall and Priscilla S. Hall, Trustees and the subsequent Trustees of the Hall Family Trust dated September 18, 1990; Robert Hanson and Judith Hanson; Gregory W. Saffer, Trustee of the Gregory W. Saffer Revocable Living Trust; Shelley J. Harper; Hartley Southwest Investments, LLC, a Colorado limited liability company; Chris Harwood and Chanelle Harwood; Laretta Hay; Jeff Heitz and Lisa Heitz; Herman Sponcel, LLC, an Arizona limited liability company; Glenn Heumann and Susan Heumann; Timothy Hewett and Mia Hewett; Sam Hilburn and Susan Hilburn; Janet Horn; Doug Humble and Patricia Humble; Jeffrey Irwin and Nancy Irwin; Billy C. James; Joseph Jarrett; Bruce Jennings and Rhonda Jennings; Jerry Kissick Custom Homes; Robert Jones and Rebecca Jones; Kenneth Jurcak and June Jurcak; Jeffrey Kampel and Phyllis Kampel; Peter Kay and Melinda Kay; Wayne Kennedy and Barbara Kennedy; Ray Kenny and Kerrie Neet; Kerr Geophysical Co., a Texas corporation; Dan Keuning and Melissa Keuning; Daniel Keuning and Pete Diepersloot; Don King and Ann King; Royce Kinnaman and Joy Kinnaman; Leonard Kleiner and Margaret Kleiner; James Knoeber and Kathleen Knoeber; Robert Knoff; Gary F. and Susan R. Knudson Revocable Trust UTA dated 2/20/04; Harry Kropp and Catherine Kropp; Garry Lassman and Barbara Lassman; Martin Leibson and Teresa Leibson; Lawrence Little and Susan Little; Shelley Low; John Mason and Jana Mason;

James Masten and Kathy Masten; Kitty E. Mathis-Shildt, Trustee of the Kitty E. Mathis-Shildt Revocable Trust dated 6/17/99; Jody McAlister; William McCasland and Susan Wilkerson; Robert McCormack and Deborah McCormack; Larry McCormick and Cindy McCormick; Dale McElroy and Clara McElroy; Frank Meiners and Marlene Meiners; Charles Mersiovsky and Margaret Mersiovsky; Hannu Miettinen and Hannele Miettinen; Jeffrey Milburn and Debra Milburn; Robert Milford and Susan Milford; John R. Mills and Victoria L. Mills, Joint Revocable Trust Agreement dated September 25, 1998; Samuel Mitchell and Marcina Mitchell; Peter Mocho and Sarah Mocho; Craig Moller and Valerie Moller; Randy Molnar and Jean Molnar; MPBC, LLC; Rod Nelson and Stephanie Nelson; Cameron Nordin and Jamie Nordin; LeLand Nylander and Frances Nylander; John Oliver and Susan Oliver; Fred Olson and Kay Olson; David J. Parker, Sr. Revocable Trust dated 12/31/86 and Yolanda B. Parker Revocable Trust dated 9/25/86; John Peck and Mary Peck; Dwight Peters and Lisa Peters; Fred Phillips; Jackie Poehler and Arthur Poehler; Graham Poulter and Carole Poulter; Ronald Rance and Margaret Rance; Paul Read; Reywest Land Development, LLC, a Nevada limited liability company; James Rigney and Linda Rigney; Brian Rippy and Shelly Rippy; Herbert Rode and Sally Rode; Hector Rodriguez and Debbie Rodriguez; Raymond Root and Chris Root; The Rothell Family Limited Partnership, a Texas limited partnership; Marilyn Rozak; Jerry Sadler and Ann Sadler; Stewart Sampson and Sharon Sampson; Donald Sanquist and Elizabeth Sanquist; William Sause and Dolores Sause; Jerry Schmitz and Ruth Schmitz; Timothy Schreiber and Rebecca Schreiber; Joseph Schuchardt and Siri Schuchardt; R. Brent Scott Trust; Dr. Robert Searles and Penny Searles; Ravi Seshadri and Teresa Seshadri; Tom Shary and Christie Shary; Ken Shaw and Carole Shaw; Don Simpson and Paula Simpson; Stephen Sindoni and Michele Sindoni; Donald Smith; Floyd Smith; Terry Smith;

Abel Solis and Marina Solis; David Solomon and Linda Solomon; Gary Statham and Emily Statham; Edison Stoneking; Ronald Stump and Janet Stump; W. Donald Sullivan Trust dated January 15, 2002, W. Donald Sullivan, Trustee and Teri J. Sullivan Trust dated January 15, 2002, Teri J. Sullivan, Trustee; Matthew Sutton and Carre Sutton; TALIP, L.L.C.; Helen Taylor; Michael Thomas and Darcy Thomas; Lawrence Thomson and Cynthia Thomson; Jerry Tillman and Kate Goldsworthy; Timothy Torres and Patricia Torres; Turca Investment Group, LLLP, an Arizona limited liability limited partnership; 12% Fund of Colorado, LLC, Delinquent November 1, 2006, a Colorado limited liability company; Unike Seaboard Properties, LLC; Valdez-Boulanger Family Revocable Trust Agreement dated 8/12/98; Patricia Van Tonder and Jocabus Van Tonder; William Walker and Janet Walker; John Waner and Sherry Waner; Michael Ward and Joan Ward; Susan Waters; Mark Weir and Ann Weir; Wellman Revocable Living Trust dated March 16, 2005; Kenton West and Stacy West; Whispering Pines Company, Inc.; Cary T. Wilson; William Wood and Victoria Wood; Gary L. Woods and Regina L. Woods; Robert Woods and Tai Woods; John Wosoba and Eileen Wosoba; WTF Enterprises LLC, a Colorado limited liability company; Marc Yalom and Susan Yalom; Eric Zacharias; Nelson Zager and Beth Zager

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AMENDED COMPLAINT FOR DECLARATORY JUDGMENT

Plaintiff Colorado's Timber Ridge Homeowners Association ("HOA"), by and through counsel, Shand, Newbold & Chapman, P.C., and in accordance with C.R.C.P. Rule 57 and C.R.S. §13-51-101, *et seq.* alleges as follows:

Parties

1. Plaintiff HOA is a Colorado non-profit corporation with its principal place of business being in Pagosa Springs, Colorado.
2. Defendant Colorado Timber Ridge Ranch, L.P (the "Declarant") is a California limited partnership with its principal place of business being in Bountiful, Utah.
3. Upon information and belief, Defendant Walter Joseph Machock ("Machock") is the general partner of the Declarant.
4. Defendants George Taulman and Jean Taulman (collectively referred to as the "Taulmans") are residents of Taos, New Mexico.
5. Defendants Randy Adams and Kathleen Adams, residents of Simi Valley, California, own Lot 179 in Colorado's Timber Ridge Ranch ("Timber Ridge").
6. Defendant the Francisco Ampuero and Estela Ampuero Revocable Trust, with an address in Albuquerque, New Mexico, owns Lot 187 in Timber Ridge.
7. Defendants Bob Anderson and Karen Anderson, residents of Judson, Texas, own Lot 126 in Timber Ridge.
8. Defendants Charles Anderson and Eileen Anderson, residents of Pagosa Springs, Colorado, own Lot 17 in Timber Ridge.
9. Defendants John Atwood and Elizabeth Atwood, residents of Ojai,

California, own Lot 65 in Timber Ridge.

10. Defendant The Babillis-Masters Revocable Trust dated August 31, 2000, with an address in Pagosa Springs, Colorado, owns Lot 72 in Timber Ridge.

11. Defendant Richard Babillis, a resident of Pagosa Springs, Colorado, owns Lot 55 in Timber Ridge.

12. Defendants Eric Bard and Nancy Bard, residents of Pagosa Springs, Colorado, own Lot 87 in Timber Ridge.

13. Defendants Jack Bard and Janie Bard, residents of Pagosa Springs, Colorado, own Lot 64 in Timber Ridge.

14. Defendant Pam Barsanti, a resident of Pagosa Springs, Colorado, owns Lot 48 in Timber Ridge.

15. Defendants Nick Bartol and Rene Bartol, residents of Pagosa Springs, Colorado, own Lot 69 in Timber Ridge.

16. Defendant George Basile, a resident of Alsip, Illinois, owns Lot 18 in Timber Ridge.

17. Defendants Roger Powell and Vicki Powell, residents of Golden, Colorado, own Lot 56 in Timber Ridge.

18. Defendants David R. Bewley and Margaret E. Bewley, residents of Kooskia, Idaho, own Lot 154 in Timber Ridge.

19. Defendants Glen Beyer and Barbara Beyer, residents of Dallas, Texas, own Lot 83 in Timber Ridge.

20. Defendants Paul Boiano and Kathy Boiano, residents of Vernon,

Connecticut, own Lot 149 in Timber Ridge.

21. Defendants Curtis Book and Evelyn Book, residents of Longmont, Colorado, own Lot 115 in Timber Ridge.

22. Defendants Kenneth Boone and Robert Sneed, residents of Palm Desert, California, own Lot 19 in Timber Ridge.

23. Defendants Duane Branson and Phyllis Branson, residents of Pagosa Springs, Colorado, own Lot 23 in Timber Ridge.

24. Defendants Wayen Brehm and Lana Brehm, residents of Flower Mound, Texas, own Lot 167 in Timber Ridge.

25. Defendants Ivo Brieven and Gerda Brieven, residents of Pagosa Springs, Colorado, own Lot 49 in Timber Ridge.

26. Defendant Robert Brown, a resident of Henderson, Nevada, owns Lot 148 in Timber Ridge.

27. Defendants Keith Bullock and Michelle Bullock, residents of Glendale, Arizona, own Lot 61 in Timber Ridge.

28. Defendants Arthur Burger and Maryann Burger, residents of Magnolia, Texas, own Lot 54 in Timber Ridge.

29. Defendants Gary Bystedt and Linda Bystedt, residents of Anaheim, California, own Lot 143 in Timber Ridge.

30. Defendants Michael Catalano and Ryan Krueger, residents of Houston, Texas, own Lot 68 in Timber Ridge.

31. Defendant, Ronald L. Christensen, a resident of Crawford, Colorado, owns

Lot 91 in Timber Ridge.

32. Defendant Timothy Clark, a resident of The Woodlands, Texas, owns Lot 53 in Timber Ridge.

33. Defendants Gene Clements and Sharon Clements, residents of Lucas, Texas, own Lot 93 in Timber Ridge.

34. Defendant William L. Commer, a resident of Old Tappan, New Jersey, owns Lot 34 in Timber Ridge.

35. Defendants Glenn Commons and Linda Commons, residents of Pagosa Springs, Colorado, own Lot 129 in Timber Ridge.

36. Defendants Kent and Gay Covell, residents of Leawood, Kansas, own Lot 70 in Timber Ridge.

37. Defendant Sandra Criswell, a resident of Tahachapi, California, owns Lot 159 in Timber Ridge.

38. Defendant Ron Cromwell, a resident of Pagosa Springs, Colorado, owns Lot 122 in Timber Ridge.

39. Defendants Peter Demko and Dawn Demko, residents of Stoughton Massachusetts, own Lot 10 in Timber Ridge.

40. Defendants James Denvir and Barbara Parada, residents of Pagosa Springs, Colorado, own Lot 47 in Timber Ridge.

41. Defendants Paul Dillon and Katherine Ridenhour, residents of Pagosa Springs, Colorado, own Lot 133 in Timber Ridge.

42. Defendants George Dougherty and Mary Dougherty, residents of Bedford,

Texas, own Lot 120 in Timber Ridge.

43. Defendant the Espoy Family Trust dated September 15, 1989, with an address in Pagosa Springs, Colorado, owns Lot 199 in Timber Ridge.

44. Defendant Virginia Foletta, a resident of San Diego, California, owns Lot 67 in Timber Ridge.

45. Defendant the Terrence W. Foot Trust dated 12/18/98, with an address in Kapaau, Hawaii, owns Lot 150 in Timber Ridge.

46. Defendant the Ronald B. Forman and Mary B. Forman, as Trustees of the Forman Family Living Trust, with an address in Mansfield, Texas, owns Lot 46 in Timber Ridge.

47. Defendants Gary Franklin and Adriene Franklin, residents of Lakeville, Minnesota, own Lot 58 in Timber Ridge.

48. Defendant Don Gallegos, a resident of Denver, Colorado, owns Lot 183 in Timber Ridge.

49. Defendant Susan Gallegos, a resident of Denver, Colorado, owns Lot 182 in Timber Ridge.

50. Defendant N. Ana Garner, a resident of Albuquerque, New Mexico, owns Lot 136 in Timber Ridge.

51. Defendants Thomas Gibbs and Cynthia Gibbs, residents of Fairfax, Virginia, own Lot 203 in Timber Ridge.

52. Defendants Melvin Gibson and Judy Gibson, residents of Tulsa, Oklahoma, own Lot 110 in Timber Ridge.

53. Defendants Bobby Glenn and Pauline Glenn, residents of Pagosa Springs, Colorado, own Lot 85 in Timber Ridge.

54. Defendants Gary Gobbato and Nancy Gobbato, residents of Glendale, Arizona, own Lot 51 in Timber Ridge.

55. Defendants Jim Godward and Clair Helmberger, residents of Pagosa Springs, Colorado, own Lot 191 in Timber Ridge.

56. Defendant GPH Investments, Inc., a Texas corporation with an address in Kingwood, Texas, owns Lot 9 in Timber Ridge.

57. Defendant Douglas Granrath and Ronda Granrath, residents of Tucson, Arizona, own Lot 170 in Timber Ridge.

58. Defendants Arthur Gravley and Linda Gravley, residents of Magnolia, Texas, own Lot 124 in Timber Ridge.

59. Defendants Glenn Gregory and Dowene Gregory, residents of Encinitas, California, own Lot 25 in Timber Ridge.

60. Defendants Buster Griggs and Karen Griggs, residents of Anchorage, Alaska, own Lot 79 in Timber Ridge.

61. Defendant John Gustave, a resident of West Chester, Pennsylvania, owns Lot 77 in Timber Ridge.

62. Defendant the Deborah L. Hale Revocable Living Trust dated 1/31/03, with an address in Tulsa, Oklahoma, owns Lots 28 and 112 in Timber Ridge.

63. Defendant the Gary W. Hall and Priscilla S. Hall, Trustees and the subsequent Trustees of the Hall Family Trust dated September 18, 1990, with an

address in Phelan, California, owns Lot 163 in Timber Ridge.

64. Defendants Robert Hanson and Judith Hanson, residents of Pagosa Springs, Colorado own Lot 176 in Timber Ridge.

65. Defendants Gregory W. Saffer, Trustee of the Gregory W. Saffer Revocable Living Trust, with an address in Talent, Oregon, own Lot 200 in Timber Ridge.

66. Defendant Shelley J. Harper, a resident of Cave Creek, Arizona, owns Lot 154 in Timber Ridge.

67. Defendant Hartley Southwest Investments, LLC, a Colorado limited liability company with an address in San Diego, California, owns Lots 2, 14, and 20 in Timber Ridge.

68. Defendants Chris Harwood and Chanelle Harwood, residents of Pagosa Springs, Colorado, own Lots 31 and 62 in Timber Ridge.

69. Defendant Laoretta Hay, a resident of Flemington, New Jersey, owns Lot 106 in Timber Ridge.

70. Defendants Jeff Heitz and Lisa Heitz, residents of Pagosa Springs, Colorado, own Lot 155 in Timber Ridge.

71. Defendant Herman Sponcel, LLC, an Arizona limited liability company with an address in Durango, Colorado, owns Lot 157 in Timber Ridge.

72. Defendants Glenn Heumann and Susan Heumann, residents of Houston, Texas, own Lot 145 in Timber Ridge.

73. Defendants Timothy Hewett and Mia Hewett, residents of Pagosa Springs,

Colorado, own Lots 100, 117, and 118 in Timber Ridge.

74. Defendants Sam Hilburn and Susan Hilburn, residents of Austin, Texas, own Lot 57 in Timber Ridge.

75. Defendant Janet Horn, a resident of Houston, Texas, owns Lot 50 in Timber Ridge.

76. Defendants Doug Humble and Patricia Humble, residents of Ignacio, Colorado, own Lot 103 in Timber Ridge.

77. Defendants Jeffrey Irwin and Nancy Irwin, residents of Southlake, Texas, own Lot 174 in Timber Ridge.

78. Defendant Billy C. James, a resident of Granbury, Texas, owns Lot 111 in Timber Ridge.

79. Defendant Joseph Jarrett, a resident of Shaker Heights, Ohio, owns Lot 36 in Timber Ridge.

80. Defendants Bruce Jennings and Rhonda Jennings, residents of Norman, Oklahoma, own Lot 116 in Timber Ridge.

81. Defendant Jerry Kissick Custom Homes, with an address in Dallas, Texas, owns Lot 11 in Timber Ridge.

82. Defendants Robert Jones and Rebecca Jones, residents of Cedar Rapids, Iowa, own Lot 15 in Timber Ridge.

83. Defendants Kenneth Jurcak and June Jurcak, residents of Pagosa Springs, Colorado, own Lot 78 in Timber Ridge.

84. Defendants Jeffrey Kampel and Phyllis Kampel, residents of Atlanta,

Georgia, own Lot 45 in Timber Ridge.

85. Defendants Peter Kay and Melinda Kay, residents of Tucson, Arizona, own Lot 185 in Timber Ridge.

86. Defendants Wayne Kennedy and Barbara Kennedy, residents of Denville, New Jersey, own Lot 178 in Timber Ridge.

87. Defendants Ray Kenny and Kerrie Neet, residents of Durango, Colorado, own Lot 177 in Timber Ridge.

88. Defendant Kerr Geophysical Co., a Texas Corporation with an address in Wimberley, Texas, owns Lot 175 in Timber Ridge.

89. Defendants Dan Keuning and Melissa Keuning, residents of Pagosa Springs, Colorado, own Lot 88 in Timber Ridge.

90. Defendants Daniel Keuning and Pete Diepersloot, residents of Pagosa Springs, Colorado, own Lot 94 in Timber Ridge.

91. Defendants Don King and Ann King, residents of Arlington, Texas, own Lot 74 in Timber Ridge.

92. Defendants Royce Kinnaman and Joy Kinnaman, residents of Pagosa Springs, Colorado, own Lot 89 in Timber Ridge.

93. Defendants Leonard Kleiner and Margaret Kleiner, residents of Pagosa Springs, Colorado, own Lot 98 in Timber Ridge.

94. Defendants James Knoeber and Kathleen Knoeber, residents of Euless, Texas, own Lot 134 in Timber Ridge.

95. Defendant Robert Knoff, a resident of Prescott, Arizona, owns Lot 13 in

Timber Ridge.

96. Defendants the Gary F. and Susan R. Knudson Revocable Trust UTA dated 2/20/04, with an address in Lawrence, Kansas, own Lot 80 in Timber Ridge.

97. Defendants Harry Kropp and Catherine Kropp, residents of Pagosa Springs, Colorado, own Lot 66 in Timber Ridge.

98. Defendants Garry Lassman and Barbara Lassman, residents of Pagosa Springs, Colorado, own Lot 60 in Timber Ridge.

99. Defendants Martin Leibson and Teresa Leibson, residents of Pine Mountain, Georgia, own Lot 73 in Timber Ridge.

100. Defendants Lawrence Little and Susan Little, residents of Pagosa Springs, Colorado, own Lot 164 in Timber Ridge.

101. Defendant Shelley Low, a resident of Pagosa Springs, Colorado, owns Lot 123 in Timber Ridge.

102. Defendants John Mason and Jana Mason, residents of Euless, Texas, own Lot 33 in Timber Ridge.

103. Defendants James Masten and Kathy Masten, residents of Houston, Texas, own Lot 152 in Timber Ridge.

104. Defendant the Kitty E. Mathis-Shildt, Trustee of the Kitty E. Mathis-Shildt Revocable Trust dated 6/17/99, with an address in Pagosa Springs, Colorado, owns Lot 29 in Timber Ridge.

105. Defendant Jody McAlister, a resident of Pagosa Springs, Colorado, own Lot 121 in Timber Ridge.

106. Defendants William McCasland and Susan Wilkerson, residents of Alexandria, Virginia, own Lot 153 in Timber Ridge.

107. Defendants Robert McCormack and Deborah McCormack, residents of Houston, Texas, own Lot 165 in Timber Ridge.

108. Defendants Larry McCormick and Cindy McCormick, residents of Pagosa Springs, Colorado, own Lot 125 in Timber Ridge.

109. Defendants Dale McElroy and Clara McElroy, residents of Bonita Springs, Florida, own Lot 142 in Timber Ridge.

110. Defendants Frank Meiners and Marlene Meiners, residents of Tallahassee, Florida, own Lot 3 in Timber Ridge.

111. Defendants Charles Mersiovsky and Margaret Mersiovsky, residents of Giddings, Texas, own Lot 30 in Timber Ridge.

112. Defendants Hannu Miettinen and Hannele Miettinen, residents of Kingwood, Texas, own Lot 24 in Timber Ridge.

113. Defendants Jeffrey Milburn and Debra Milburn, residents of College Station, Texas, own Lot 114 in Timber Ridge.

114. Defendants Robert Milford and Susan Milford, residents of Pagosa Springs, Colorado, own Lot 35 in Timber Ridge.

115. Defendant the John R. Mills and Victoria L. Mills, Joint Revocable Trust Agreement dated September 25, 1998, with an address in Tucson, Arizona, owns Lot 71 in Timber Ridge.

116. Defendants Samuel Mitchell and Marcina Mitchell, residents of Pagosa

Springs, Colorado, own Lot 169 in Timber Ridge.

117. Defendants Peter Mocho and Sarah Mocho, residents of Albuquerque, New Mexico, own Lot 107 in Timber Ridge.

118. Defendants Craig Moller and Valerie Moller, residents of San Diego, California, own Lots 196 and 197 in Timber Ridge.

119. Defendants Randy Molnar and Jean Molnar, residents of Woodbury, Tennessee, own Lot 156 in Timber Ridge.

120. Defendant MPBC, LLC, a Texas limited liability company with an address in Lubbock, Texas, owns Lots 6 and 7 in Timber Ridge.

121. Defendants Rod Nelson and Stephanie Nelson, residents of Sugarland, Texas, own Lot 63 in Timber Ridge.

122. Defendants Cameron Nordin and Jaime Nordin, residents of Layton, Utah, own Lot 160 in Timber Ridge.

123. Defendants LeLand Nylander and Frances Nylander, residents of Pagosa Springs, Colorado, own Lot 52 in Timber Ridge.

124. Defendants John Oliver and Susan Oliver, residents of Brownwood, Texas, own Lot 92 in Timber Ridge.

125. Defendants Fred Olson and Kay Olson, residents of Cottonwood, Arizona, own Lot 97 in Timber Ridge.

126. Defendants the David J. Parker, Sr. Revocable Trust dated 12/31/86 and Yolanda B. Parker Revocable Trust dated 9/25/86, with an address in Pagosa Springs, Colorado own Lots 138 and 139 in Timber Ridge.

127. Defendants John Peck and Mary Peck, residents of Pagosa Springs, Colorado, own Lot 21 in Timber Ridge.

128. Defendants Dwight Peters and Lisa Peters, residents of Sugar Land, Texas, own Lot 43 in Timber Ridge.

129. Defendant Fred Phillips, a resident of Shreveport, Louisiana, owns Lots 41 and 42, in Timber Ridge.

130. Defendants Jackie Poehler and Arthur Poehler, residents of Houston, Texas, own Lot 194 in Timber Ridge.

131. Defendants Carole Poulter and Graham Poulter, residents of Cypress, Texas, own Lots 5 and 147 in Timber Ridge.

132. Defendants Ronald Rance and Margaret Rance, residents of Houston, Texas, own lot 181 in Timber Ridge.

133. Defendant Paul Read, a resident of Plano, Texas, owns Lot 4 in Timber Ridge.

134. Defendant Reywest Land Development, LLC, a Nevada limited liability company with an address in Las Vegas, Nevada, owns Lot 158 in Timber Ridge.

135. Defendants James Rigney and Linda Rigney, residents of Pagosa Springs, Colorado, own Lot 166 in Timber Ridge.

136. Defendants Brian Rippy and Shelly Rippy, residents of Ridgeville, Indiana, own Lot 198 in Timber Ridge.

137. Defendants Herbert Rode and Sally Rode, residents of Belvidere, Illinois, own Lot 95 in Timber Ridge.

138. Defendants Hector Rodriguez and Debbie Rodriguez, residents of Austin, Texas, own Lot 40 in Timber Ridge.

139. Defendants Raymond Root and Chris Root, residents of Gainesville, Florida, own lot 180 in Timber Ridge.

140. Defendant The Rothell Family Limited Partnership, a Texas limited partnership, with an address in Round Rock, Texas, owns Lot 99 in Timber Ridge.

141. Defendant Marilyn Rozak, a resident of Henderson, Nevada, owns Lot 82 in Timber Ridge.

142. Defendants Jerry Sadler and Ann Sadler, residents of Pagosa Springs, Colorado, own Lot 127 in Timber Ridge.

143. Defendants Stewart Sampson and Sharon Sampson, residents of Dallas, Texas, own Lot 144 in Timber Ridge.

144. Defendants Donald Sanquist and Elizabeth Sanquist, residents of Rancho Cucamonga, California, own Lot 108 in Timber Ridge.

145. Defendants William Sause and Dolores Sause, residents of Pagosa Springs, Colorado, own Lot 96 in Timber Ridge.

146. Defendants Jerry Schmitz and Ruth Schmitz, residents of Buckeye, Arizona, own Lot 128 in Timber Ridge.

147. Defendants Timothy Schreiber and Rebecca Schreiber, residents of Bonita, California, own Lot 189 in Timber Ridge.

148. Defendants Joseph Schuchardt and Siri Schuchardt, residents of Pagosa Springs, Colorado, own Lot 105 in Timber Ridge.

149. Defendant the R. Brent Scott Trust, with an address in Owasso, Oklahoma, owns Lot 22 in Timber Ridge.

150. Defendants Dr. Robert Searles and Penny Searles, residents of Pagosa Springs, Colorado, own Lot 81 in Timber Ridge.

151. Defendants Ravi Seshadri and Teresa Seshadri, residents of Orange, California, own Lot 59 in Timber Ridge.

152. Defendants Tom Shary and Christie Shary, residents of Dana Point, California, own Lot 27 in Timber Ridge.

153. Defendants Ken Shaw and Carole Shaw, residents of Southlake, Texas, own Lot 84 in Timber Ridge.

154. Defendants Don Simpson and Paula Simpson, residents of Tulsa, Oklahoma, own Lot 172 in Timber Ridge.

155. Defendants Stephen Sindoni and Michele Sindoni, residents of Indian Wells, California, own Lot 119 in Timber Ridge.

156. Defendant Donald Smith, a resident of Pagosa Springs, Colorado, owns Lot 130 in Timber Ridge.

157. Defendant Floyd Smith, a resident of Pagosa Springs, Colorado, owns Lot 109 in Timber Ridge.

158. Defendant Terry Smith, a resident of Pagosa Springs, Colorado, owns Lot 39 in Timber Ridge.

159. Defendants Abel Solis and Marina Solis, residents of Portland, Oregon, own Lot 190 in Timber Ridge.

160. Defendants David Solomon and Linda Solomon, residents of Dallas, Texas, own Lot 16 in Timber Ridge.

161. Defendants Gary Statham and Emily Statham, residents of Greenwich, Connecticut, own Lot 201 in Timber Ridge.

162. Defendant Edison Stoneking, a resident of Mission Viejo, California, owns Lot 141 in Timber Ridge.

163. Defendants Ronald Stump and Janet Stump, residents of Boulder, Colorado, own Lot 171 in Timber Ridge.

164. Defendants the W. Donald Sullivan Trust dated January 15, 2002, W. Donald Sullivan, Trustee and Terri J. Sullivan Trust dated January 15, 2002, Teri J. Sullivan, Trustee, with an address of Pagosa Springs, Colorado, own Lots 101 and 102 in Timber Ridge.

165. Defendants Matthew Sutton and Carre Sutton, residents of Pagosa Springs, Colorado, own Lot 193 in Timber Ridge.

166. Defendant TALIP, L.L.C., a Colorado limited liability company with an address in Marshall, Texas, owns Lot 86 in Timber Ridge.

167. Defendant Helen Taylor, a resident of Farmington, New Mexico, owns Lot 113 in Timber Ridge.

168. Defendants Michael Thomas and Darcy Thomas, residents of Ridgway, Colorado, own Lot 32 in Timber Ridge.

169. Defendants Lawrence Thomson and Cynthia Thomson, residents of Houston, Texas, own Lot 195 in Timber Ridge.

170. Defendants Jerry Tillman and Kate Goldsworthy, residents of Silverado, California, own Lot 1 in Timber Ridge.

171. Defendants Timothy Torres and Patricia Torres, residents of San Marcos, California, own Lot 104 in Timber Ridge.

172. Defendant the Turca Investment Group, LLLP, an Arizona limited liability limited partnership with an address in Tucson, Arizona, owns Lots 184 and 202.

173. Defendant 12% Fund of Colorado, LLC, Delinquent November 1, 2006, a delinquent Colorado limited liability company with an address in Phoenix, Arizona, owns Lot 168 in Timber Ridge.

174. Defendant Unike Seaboard Properties, LLC, with an address in Fairfax, Virginia, owns Lot 140 in Timber Ridge.

175. Defendant the Valdez-Boulanger Family Revocable Trust Agreement dated 8/12/98, with an address in Albuquerque, New Mexico, owns Lots 75 and 76 in Timber Ridge.

176. Defendants Patricia Van Tonder and Jocabus Van Tonder, residents of Fort Lauderdale, Florida, own Lot 188 in Timber Ridge.

177. Defendants William Walker and Janet Walker, residents of Pagosa Springs, Colorado, own Lot 44 in Timber Ridge.

178. Defendants John Waner and Sherry Waner, residents of Pagosa Springs, Colorado, own Lot 173 in Timber Ridge.

179. Defendants Michael Ward and Joan Ward, residents of Pagosa Springs, Colorado, own Lot 146 in Timber Ridge.

180. Defendant Susan Waters, a resident of Skiatook, Oklahoma, owns Lot 38 in Timber Ridge.

181. Defendants Mark Weir and Ann Weir, residents of Pagosa Springs, Colorado, own Lot 137 in Timber Ridge.

182. Defendant the Wellman Revocable Living Trust dated March 16, 2005, with an address in Grand Junction, Colorado, owns Lot 186 in Timber Ridge.

183. Defendants Kenton West and Stacy West, residents of Pagosa Springs, Colorado, own Lot 132 in Timber Ridge.

184. Defendant Whispering Pines Company, Inc., a Colorado corporation with an address in Pagosa Springs, Colorado, owns Lot 26 in Timber Ridge.

185. Defendant Cary T. Wilson, a resident of Friendswood, Texas, owns Lot 8 in Timber Ridge.

186. Defendants William Wood and Victoria Wood, residents of Pagosa Springs, Colorado, own Lot 37 in Timber Ridge.

187. Defendants Gary L. Woods and Regina L. Woods, residents of Bryans Road, Maryland, own Lot 192 in Pagosa Springs.

188. Defendants Robert Woods and Tai Woods, residents of Pagosa Springs, Colorado, own Lot 162 in Timber Ridge.

189. Defendants John Wosoba and Eileen Wosoba, residents of Coal Valley, Illinois, own Lot 135 in Timber Ridge.

190. Defendant WTF Enterprises LLC, a delinquent Colorado limited liability company with an address in Scottsdale, Arizona, owns Lots 90 and 151 in Timber

Ridge.

191. Defendants Marc Yalom and Susan Yalom, residents of Pagosa Springs, Colorado, own Lot 161 in Timber Ridge.

192. Defendant Eric Zacharias, a resident of Flagstaff, Arizona, owns Lot 131 in Timber Ridge.

193. Defendants Nelson Zager and Beth Zager, residents of Redondo Beach, California, own Lot 12 in Timber Ridge.

Jurisdiction and Venue

194. This Court has subject matter jurisdiction over this action pursuant to Section 9, Article VI of the Constitution of the State of Colorado.

195. All named defendants are subject to personal jurisdiction of this Court, pursuant to C.R.S. §13-1-124, because the defendants either own real property or are general partners of a defendant that owns real property situated in Archuleta County, Colorado that is the subject of this action.

196. Venue is proper in this forum pursuant to C.R.C.P. Rule 98 (a).

General Allegations

197. Prior to July 29, 1999, the Declarant purchased real property located in Archuleta County, Colorado commonly known as the Gomez Ranch and more particularly described as follows:

A tract of land located in the Southeast Quarter (SE4) of Section 21; the West Half of the Southwest Quarter (W2SW4) of Section 22; the Southwest Quarter of the Northeast Quarter (SW4NE4) and the Northwest Quarter (NW4) and the North Half of the Southwest Quarter (N2SW4) and the Southwest Quarter of the Southwest Quarter (SW4SW4) and the Northwest Quarter of the Southeast Quarter (NW4SE4) of Section 27; the

East Half (E2) and the Northwest Quarter (NW4), less tracts sold, and the North Half of the Southwest Quarter (N2SW4) and the Southeast Quarter of the Southwest Quarter (SE4SW4) of Section 28, Township 35 North, Range 2 West, New Mexico Principal Meridian, Archuleta County, Colorado totaling 1178 acres, more or less.

The above-described real property is hereinafter referred to as the "Property".

198. On July 29, 1999, the Declarant executed a document entitled "Declaration of Protective Covenants, Conditions and Restrictions for Colorado's Timber Ridge Subdivision" (hereinafter referred to as the "Covenants").

199. The Covenants were recorded in the office of the Clerk and Recorder for Archuleta County, Colorado on August 26, 1999 at reception number 99008651.

200. The Property is encumbered by the Covenants.

201. The Declarant created the Covenants as part of its development of a single-family residential community with parks, recreational facilities and other amenities for the benefit of the community that the Declarant named "Colorado's Timber Ridge Ranch."

202. The Covenants were created, in part, to insure the attractiveness of individual property and the community facilities within the Property, to prevent future impairment to the Property, and to preserve, protect and enhance the value and amenities of the Property.

203. One of the recreational amenities identified in the Covenants for the use and enjoyment of members of the HOA is an Equestrian Center.

204. The Property and the Covenants are subject to the Colorado Common Interest Ownership Act, found at C.R.S. § 38-33.3-101, *et seq.*

205. The Declarant created and formed HOA to administer the Covenants.

206. On or about May 21, 2008, and without the knowledge or approval of HOA, Declarant unilaterally developed a previously undeveloped portion of the Property, approximately 319.44 acres in size, hereinafter referred to as the "Undeveloped Property", by recording Plat number 882 entitled "Timber Meadows" in the office of the Clerk and Recorder for Archuleta County, Colorado at reception number 20803811, hereinafter referred to as the "Timber Meadows Plat".

207. The Timber Meadows Plat describes eight differing parcels, each of which are 35+ acres in size, and a tract of land 35.43 acres in size that is bisected by Bristlecone Drive and identified as "Equestrian Center", referred to hereinafter as "Equestrian Center Tract."

208. Each of the eight parcels and the Equestrian Center Tract are "units" as defined by the Colorado Common Interest Ownership Act and were created by the division, or creation of multiple parcels, out of the Undeveloped Property.

209. On June 24, 2008, without the knowledge or approval of HOA, Declarant executed a Deed-in-Lieu of Foreclosure purporting to validly transfer title to the Equestrian Center Tract to the Taulmans, hereinafter referred to as the "Equestrian Center Deed-in-Lieu". The Equestrian Center Deed-in-Lieu was recorded in the office of the Clerk and Recorder for Archuleta County, Colorado on June 30, 2008 at reception number 20804983.

210. On June 27 2008, without the knowledge or approval of HOA, Declarant executed a Deed-in-Lieu of Foreclosure purporting to validly transfer title to real

property described as Parcel 8 on the Timber Meadows Plat to the Taulmans (“Parcel 8 Deed-in-Lieu”). The Parcel 8 Deed-in-Lieu was recorded in the office of the Clerk and Recorder for Archuleta County, Colorado on June 30, 2008 at reception number 20804984.

211. On June 30, 2008, without the knowledge or approval of HOA, Declarant recorded Plat number 885 entitled “Timber Meadows Amended Plat” in the office of the Clerk and Recorder for Archuleta County, Colorado at reception number 20804982.

212. The Timber Meadows Amended Plat purports to remove from Timber Meadows the real property and improvements purportedly transferred to the Taulmans by the Equestrian Center Deed-in-Lieu and Parcel 8 Deed-in-Lieu.

213. The Declarant lost its unilateral right to develop the Undeveloped Property and create the different parcels and tracts of land on the Timber Meadows Plat for separate ownership or occupancy by failing to properly reserve its development rights in the Covenants as required by C.R.S. § 38-33.3-205(1)(h).

214. The Declarant’s unilateral development of the Undeveloped Property as described herein was invalid under Colorado law and void at the time it was done.

215. To legally develop the Undeveloped Property, the Declarant must obtain approval from HOA in accordance with C.R.S. § 38-33.3-210(5).

216. HOA has never approved Declarant’s development of Timber Meadows or the transfer of title of any portion or unit of the Undeveloped Property to the Taulmans.

217. Because the Declarant had no unilateral right to develop the Undeveloped

Property, the Declarant could not legally convey to the Taulmans separate and distinct portions or units of the Undeveloped Property by way of the Equestrian Center Deed-in-Lieu and Parcel 8 Deed-in-Lieu.

218. A present dispute exists between the HOA, the Declarant, and the Taulmans as to whether the Declarant's development and creation of Timber Meadows and subsequent transfers of property to the Taulmans by way of the Equestrian Center Deed-in-Lieu and Parcel 8 Deed-in-Lieu are valid, and whether the Declarant has any unilateral right to develop the Undeveloped Property.

WHEREFORE, the HOA asks this Court to enter judgment declaring:

a) That the Declarant's development of the Undeveloped Property by the creation of units designated for separate ownership or occupancy as shown on the Timber Meadows Plat is void;

b) That the Timber Meadows Plat and Timber Meadows Amended Plat be declared void and stricken from the real property records of Archuleta County;


c) That the transfers of property by the Declarant to the Taulmans by way of the Equestrian Center Deed-in-Lieu and the Parcel 8 Deed-in-Lieu be declared invalid and void, or in the alternative that the Taulmans be named as tenants in common in title to the Undeveloped Property with the Declarant;

d) That, pursuant to C.R.S. § 38-33.3-123 and the Covenants, the Declarant and Machock be ordered to pay all costs, fees, and expenses incurred in this action by the HOA, including reasonable attorney's fees, expert witness fees and costs and deposition expenses as provided by law;

- e) That the HOA be awarded such other relief as is equitable and just.

RESPECTFULLY SUBMITTED this 25th day of June, 2009.

SHAND, NEWBOLD & CHAPMAN, P.C.
*Original signature on file at the offices of
Shand, Newbold & Chapman, P.C.*


/s/ A. Michael Chapman and R. Thomas Geyer

A. Michael Chapman

R. Thomas Geyer

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