

JAN 23 1974

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ARTICLES OF INCORPORATION
OF
MARSHALL PARK VILLAS CONDOMINIUM ASSOCIATION

ARTICLE I

NAME

The name of this corporation shall be MARSHALL PARK
VILLAS CONDOMINIUM ASSOCIATION.

ARTICLE II

DURATION

The term of existence of this corporation is perpetual.

ARTICLE III

PURPOSES

The business, objects and purposes for which the corporation
is formed are as follows:

1. To be and constitute the Association to which refer-
ence is made in the Declaration for Marshall Park Villas Con-
dominium, and any supplements thereto (for brevity, hereinafter
referred to as "Declaration"), to be recorded in the records of
the Clerk and Recorder, Jefferson County, Colorado, pursuant to
C.R.S. (1963) 118-15-5 and Amendment thereto, relating to a
condominium ownership project, and to perform all obligations
and duties of the Association and to exercise all rights and
powers of the Association.
2. To provide an entity for the furtherance of the interests
of all of the owners, including the Declarants named in the
Declaration, of condominium units in the Marshall Park Villas
condominium project, with the objectives of establishing and
maintaining it as a prime condominium ownership project of the
highest possible quality and value and enhancing and protecting
its value, desirability and attractiveness.

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ARTICLE IVPOWERS

In furtherance of its purposes, the corporation shall have all of the powers conferred upon corporations not for profits by the statutes and common law of the State of Colorado in effect from time to time, including all of the powers necessary or desirable to perform the obligations and duties and exercise the rights and powers of the Association under the Declaration which will include, but shall not be limited to, the following:

1. To make and collect assessments against members of the Association by and through a Managing Agent for the purposes of payment of the common expenses (including the expenses incurred in exercising its powers or of performing its functions);

2. To manage, control, operate, maintain, repair, and improve the general common elements;

3. To enforce the terms, covenants, restrictions, conditions, uses, limitations and obligations set forth under the Declaration and By-Laws and to make and enforce rules and regulations as provided therein;

4. To engage in activities which will actively foster, promote and advance the interests of all of the owners of condominium units, including the interests of the Declarants during their development of the project, and their ownership of condominium units.

ARTICLE VMEMBERSHIP

1. This corporation shall be a membership corporation without certificates or shares of stock. There shall be one class of membership, and there shall be one membership in the corporation for each condominium unit, as defined in the Declaration and Supplements thereto. The owner or owners of a condominium unit shall hold and share the membership related to

his (or their) condominium unit in the same proportionate interest and by the same type of tenancy in which the title to the condominium unit is held, provided always that there shall be only one membership per condominium unit. No person or entity other than an owner of a condominium unit may be a member of the corporation.

2. Each membership shall have voting rights as is set forth in the Declaration on all matters in which members are entitled to vote.

3. A membership in the corporation and the share of a member in the assets of the corporation shall not be assigned, encumbered or transferred in any manner except as appurtenant to the transfer of title to the condominium unit to which the membership pertains; provided, however, that the rights of membership may be assigned to the holder of a mortgage, deed of trust or other security instrument on a condominium unit as further security for a loan secured by a lien on such condominium unit.

4. A transfer of membership shall occur automatically upon the transfer of title to the condominium unit to which the membership pertains; provided, however, that the By-Laws of the corporation may contain reasonable provisions and requirements with respect to recording such transfers on the books and records of the corporation.

5. Members shall have the right to purchase other condominium units and the memberships appurtenant thereto.

6. The corporation may suspend the voting rights of a member for failure to comply with the rules and regulations of the corporation or with any other obligations of the owners of any condominium unit under the Declaration and By-Laws.

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7. The By-Laws may contain provisions setting forth the rights, privileges, duties and responsibilities of the members.

ARTICLE VI

BOARD OF DIRECTORS

1. The business and affairs of the corporation shall be conducted, managed and controlled by a Board of Directors. The Board of Directors shall consist of not less than three, nor more than five, members, the specific number to be set forth from time to time in the By-Laws of the corporation.

2. Members of the Board of Directors shall be elected at the annual meeting of the members in the manner determined by the By-Laws. The Declarants under the Declaration shall be entitled to elect the members of the Board of Directors until such time as all of the condominium units to be constructed within the condominium project have been sold.

3. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner to be provided by the By-Laws.

4. The names and addresses of the members of the first Board of Directors who shall serve until the first election of Directors and until their successors are duly elected and qualified, are as follows:

Rex Haag
7346 Orion Street
Golden, Colorado 80401

Eunice M. Haag
7766 Marshall Street
Arvada, Colorado 80003

Richard E. Gash
7276 Orion Street
Arvada, Colorado 80401

Any vacancies in the Board of Directors occurring before the first election of Directors shall be filled by the remaining Directors.

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ARTICLE VIIOFFICERS

The Board of Directors may appoint a President, one or more Vice Presidents, a Secretary, a Treasurer and such other officers as the Board believes will be in the best interest of the corporation. The officers shall have such duties as may be prescribed in the By-Laws of the corporation and shall serve at the pleasure of the Board of Directors.

ARTICLE VIIICONVEYANCES AND ENCUMBRANCES

Corporate property may be conveyed or encumbered by authority of the Board of Directors or by such person or persons to whom such authority may be delegated by resolution of the Board. Conveyances or encumbrances shall be by an instrument, executed by the President or a Vice President and by the Secretary or an Assistant Secretary, or executed by such other person or persons to whom such authority may be delegated by the Board.

ARTICLE IXINITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the corporation shall be 7346 Orion Street, Golden, Colorado 80401. The initial registered agent shall be Rex Haag, 7346 Orion Street, Golden, Colorado 80401. (Jefferson County).

ARTICLE XAMENDMENTS

Amendments to these Articles of Incorporation shall be adopted in the manner set forth in the By-Laws; provided, however, that no amendment to these Articles of Incorporation shall be

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contrary to or inconsistent with the provisions of the Declaration.

ARTICLE XI

MANAGING AGENT FUNCTIONS

The association, by its Board of Directors, may obtain and pay for the services of a managing agent to administer and manage the affairs of the Association and be responsible for the operation, maintenance, repair and the improving of the common elements, including all of the exterior portions of the improvements and to keep the same in good, attractive and sanitary condition, order and repair. The cost of such services shall be borne by the members as is provided in the Declaration. Maintenance of the general common elements of this condominium, billing and collection of the common expenses, preparation of an operating budget, maintenance of files, books and records, the employment of personnel to perform such duties and other services and functions may be performed by a managing agent.

ARTICLE XII

GENERAL

This corporation is one which does not contemplate pecuniary gain or profit to the members thereof and is organized for non-profit purposes. This corporation does not afford pecuniary gain to its members incidentally or otherwise, but members may be paid for services actually rendered to the corporation. This corporation has no power to carry on propaganda, attempt to influence legislation or take part in a political campaign.

ARTICLE XIII

PROHIBITION

The Association shall have no right or authority to, and is prohibited from, engaging in the sale, lease, or rental of

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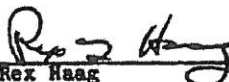
a condominium unit or any part thereof; provided, however, that this prohibition shall not affect the right and duty of the Association to enforce its right to a lien for the non-payment of an Association assessment against a condominium unit, and the right to sell, lease or dispose of such condominium unit as provided in the Declaration.

ARTICLE XIV

INCORPORATION

Rex Haag, acting as the incorporator under the Colorado Nonprofit Corporation Act, signs and acknowledges these Articles of Incorporation for such corporation on the date indicated hereinbelow.

INCORPORATOR:



Rex Haag
7346 Orion Street
Golden, Colorado 80401

STATE OF COLORADO)
) ss.
COUNTY OF JEFFERSON)

The foregoing instrument was acknowledged before me
this 22nd day of January, A. D.
1974, by Rex Haag.

Witness my hand and official seal.

My Commission expires: May 24, 1975



Jim Russell
NOTARY PUBLIC