

ARTICLES OF INCORPORATION  
OF  
ESTES SQUARE CONDOMINIUM ASSOCIATION, INC.

The undersigned, acting as incorporators and desiring to form a body corporate under the Colorado Non-Profit Corporation Act, do hereby sign, verify and deliver in duplicate to the Secretary of State of the State of Colorado these Articles of Incorporation:

ARTICLE I

Name

The name of the corporation shall be:  
ESTES SQUARE CONDOMINIUM ASSOCIATION, INC.

ARTICLE II

Period of Duration

This corporation shall exist in perpetuity, from and after the date of filing these Articles of Incorporation with the Secretary of State of the State of Colorado unless dissolved according to law.

ARTICLE III

Purposes and Powers

The purposes for which this corporation is organized and the nature of the activities to be carried on by it are as follows:

1. To ensure for the owners and occupants of condominium units in Estes Square, as defined in the Condominium Declaration made on \_\_\_\_\_ by Frank Plaut and William Gerber, Sr., and recorded in Book \_\_\_\_\_ at pages \_\_\_\_\_ on \_\_\_\_\_ in Jefferson County (hereinafter the "Condominium Declaration"), that Estes Square will be operated and maintained in a pleasant and orderly manner.
2. To enforce, in its own behalf and in behalf of all

members of the corporation, all covenants, restrictions and conditions set forth in the Condominium Declaration.

To accomplish such purposes, this Corporation may exercise all the powers conferred upon corporations formed under the Colorado Non-Profit Corporation Act, and by the Condominium Declaration.

#### ARTICLE IV

##### Restrictions on Use of Net Earnings

No part of the net earnings of this corporation shall inure to the benefit of any member or other person. Net earnings of this corporation shall not be deemed to have inured to the benefit of a member or other person

(1) as a result of the acquisition or construction of, or the providing of management, maintenance and care of (a) property owned by this corporation, (b) property which is a general common element or a limited common element, as defined in Article I of the Condominium Declaration, (c) property which is a Unit, as defined in Article I of the Condominium Declaration (hereinafter referred to as "Unit"), and (d) property owned by any governmental entity which is used for the benefit of any member or occupant of such other property;

(2) as a result of any rebate of excess membership dues, fees or assessment; or

(3) by the payment of reasonable compensation for services rendered to or for this corporation effecting one or more of its purposes, or by the reimbursement for any expense incurred for the corporation, by any officer, director, agent, employee or member, made pursuant to and upon authorization of the Board of Directors.

#### ARTICLE V

##### Membership

A. Each owner of a Condominium Unit shall automatically be a member of the corporation without the necessity of any

further action on such person's part, and membership in the corporation shall be appurtenant to and shall run with ownership of each Condominium Unit. Membership may not be severed from, or in any way transferred, pledged, mortgaged, or alienated except together with the title to the Condominium Unit, and then only to the transferee of such title. Any attempt to make a prohibited severance, transfer, pledge, mortgage or alienation shall be void.

B. Voting Rights. The right to cast votes, and the number of votes which may be cast, for election of persons to the Board of Directors of the corporation and on all other matters to be voted on by the members shall be calculated as follows:

1. The owner of a Condominium Unit shall be entitled to cast votes based on the appurtenant percentage undivided interest in the general common elements assigned to his unit by the Condominium Declaration.

2. If any Condominium Unit is held jointly or in common by more than one person, the vote to which the owners of such Condominium Unit are entitled shall also be held jointly or in common in the same manner. However, the vote for such Condominium Unit shall be cast, if at all, as a unit, and neither fractional votes nor split votes shall be allowed. In the event that such joint or common owners are unable to agree among themselves as to how their vote shall be cast as a unit, they shall lose their right to cast their vote on the matter in question. Any joint or common owner shall be entitled to cast the vote belonging to the joint or common owners unless another joint or common owner shall have delivered to the Secretary of the corporation prior to the election a written statement to the effect that the owner wishing to cast the vote has not been authorized to do so by the other joint or common owner or owners.

C. Proxies. The proxy system of voting by members of the corporation shall be permitted.

D. Cumulative Voting. Cumulative voting shall not be used for any purpose.

#### ARTICLE VI

##### Amendments to Articles

These Articles may be amended from time to time in accordance with the provisions of Colorado law, and shall be amended by members of the corporation to reflect changes, modifications, or amendments made to the Condominium Declaration.

#### ARTICLE VII

##### By Laws and Amendments Thereto

The initial By Laws of the corporation shall be adopted by the initial Board of Directors. Thereafter, the By Laws may be amended by the members as provided in the By Laws.

#### ARTICLE VIII

##### Transactions with Members

No contract or other transaction between the corporation and any other person, firm, partnership, corporation, trust, joint venture, syndicate or other entity shall be in any way affected or invalidated solely by reason of the fact that any Director or officer of the corporation is pecuniarily or otherwise interested in, or is a director, officer, shareholder, employee, fiduciary or member of such entity, or solely by reason of the fact that any director or officer individually or in any entity in which any director or officer is in any way interested, may be a party or may be interested in a contract or other transaction with the corporation.

#### ARTICLE IX

##### Registered Office and Agent

The address of the initial registered office of the

corporation is 7000 West Fourteenth Avenue, Lakewood, Colorado 80215 and the name of the initial registered agent at such address is Frank Plaut. Either the registered office or the registered agent may be changed in the manner permitted by law.

ARTICLE X

Initial Board of Directors

The initial Board of Directors of this corporation shall consist of three Directors, and the names and addresses of the persons who shall serve until their successors are elected and shall qualify, as provided in the By-Laws, are:

<u>Name</u>	<u>Address</u>
Frank Plaut	7000 West Fourteenth Avenue Lakewood, Colorado 80215
William Gerber, Sr.	10570 West 70th Place Arvada, Colorado 80004
Maxwell A. Snead, Jr.	7000 West Fourteenth Avenue Lakewood, Colorado 80215

ARTICLE XI

Incorporators

The names and addresses of the incorporators are as follows:

<u>Name</u>	<u>Address</u>
Frank Plaut	7000 West Fourteenth Avenue Lakewood, Colorado 80215
William Gerber, Sr.	10570 West 70th Place Arvada, Colorado 80004

IN WITNESS WHEREOF, we have signed and acknowledged these Articles of Incorporation this \_\_\_\_\_ day of \_\_\_\_\_, 1977.

\_\_\_\_\_  
Frank Plaut

\_\_\_\_\_  
William Gerber, Sr.

STATE OF COLORADO  
COUNTY OF JEFFERSON

)  
) ss.  
)

I, the undersigned, a Notary Public, hereby certify that on the \_\_\_\_\_ day of \_\_\_\_\_, 1977, personally appeared before me, Frank Plaut and William Gerber, Sr., who being by me first duly sworn, severally declared that they are the persons who signed the foregoing Articles of Incorporation as incorporators, and that the statements therein contained are true.

WITNESS my hand and official seal.

My commission expires: \_\_\_\_\_.

(SEAL)

\_\_\_\_\_  
Notary Public

DN 771345045

AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

ESTES SQUARE CONDOMINIUM ASSOCIATION, INC. *WCS*

90192019 300.00

Article V Section B shall hereby be amended to read as follows; Regarding voting rights, each Owner shall be entitled to cast one vote. Votes shall no longer be based on percentage of ownership in the general common elements.

This AMENDMENT shall after this date be filed with the original Articles of Incorporation at the office of the Secretary of State of the State of Colorado.

IN WITNESS WHEREOF, we have signed and acknowledged this AMENDMENT TO THE ORIGINAL ARTICLES OF INCORPORATION this twenty-first day of March 1988.

BOARD OF DIRECTORS

*Thomas F. Kulisian*  
Thomas F. Kulisian

*Jane Buck*  
Jane Buck

*Z. Jean Boyd*  
Z. Jean Boyd

*Dennis Wrigley*  
Dennis Wrigley

*John Lym*  
John Lym

Address  
6561 Zinnia St.  
Arvada, Co. 80004

1315 Estes St. Unit A-6  
Lakewood, Co. 80215

1315 Estes St. Unit C-14  
Lakewood, Co. 80215

1315 Estes St. Unit D-20  
Lakewood, Co. 80215

1315 Estes St. Unit A-2  
Lakewood, Co. 80215

STATE OF COLORADO ss.  
COUNTY OF JEFFERSON

I, the undersigned, a Notary Public, hereby certify that on the 21st day of March, 1988, personally appeared before me, Jane Buck, Z. Jean Boyd, Thomas Kulisian, Dennis Wrigley, and John Lym, who being by me duly sworn, severally declared that they are the persons who signed the foregoing Amendment of the Articles of Incorporation. WITNESS my hand and official seal.

SS: FORM D2 NP (Rev. 7/90)  
Submit in duplicate  
Fee: \$10.00

All documents must be typewritten

MAIL TO:  
COLORADO SECRETARY OF STATE  
CORPORATIONS OFFICE  
1560 Broadway, Suite 200  
Denver, Colorado 80202  
(303) 894-2251

FOR OFFICE USE ONLY  
MAR 21 1988  
SECRETARY OF STATE

NONPROFIT

ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION

Pursuant to the provisions of the Colorado Nonprofit Corporation Act, the undersigned corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST: The name of the corporation is Estes Square Condominium Association Inc. (NOTE 1)

SECOND: The following amendment of the Articles of Incorporation was adopted on the 21 day of March 1988, in the manner prescribed by the Colorado Nonprofit Corporation Act, according to the procedure marked with an X below:

- a quorum of members was present at such meeting, and the amendment received at least two-thirds of the votes which members present or represented by proxy were entitled to cast.
- such amendment was adopted by a consent in writing signed by all members entitled to vote with respect thereto.
- there are no members, or no members entitled to vote thereon, such amendment received the vote of a majority of the directors in office.

Article V Section B shall hereby be amended to read as follows;  
Regarding voting rights, each Owner shall be entitled to cast one vote. Votes shall no longer be based on percentage of ownership in the general common elements.

Daniel W. Boyd President  
Its \_\_\_\_\_  
and  
Gregory Boyd Secretary  
Its \_\_\_\_\_

Note (1) If this is a change of name amendment, the name to be typed in PARAGRAPH FIRST is the corporate name before this amendment is filed.

