

SS Form D NP 1 (Rev. 7/82)

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This document must be  
typewritten

25 AIO: 22

MAIL TO:  
Colorado Secretary of State  
Corporations Office  
1575 Sherman St., 2nd Floor  
Denver, CO 80203  
(303) 866-2381

ARTICLES OF INCORPORATION  
(SEE INSTRUCTIONS BELOW)

53 5462 252

The undersigned person(s) acting as incorporator(s) of a corporation under the Colorado Nonprofit Corporation Act, sign, and, acknowledge the following Articles of Incorporation for such corporation.

FIRST: The name of the corporation is COBBLESTONE VILLAGE HOMEOWNERS ASSOCIATION, INC.

SECOND: The period of duration is PERPETUAL  
(a stated number of years, or the word PERPETUAL)

THIRD: The purpose or purposes for which the corporation is organized HOMEOWNERS ASSOCIATION

FOURTH: The address of the initial registered office of the corporation in Colorado is 710 KIPLING, SUITE 300, LAKEWOOD, COLORADO 80215  
(Address must include Building number, Street (or rural route number), Town or City, County and Zip code.)  
and the name of its initial registered agent at such address is DAN BROUILLETTE

FIFTH: Address of the principal office 710 KIPLING, SUITE 300, LAKEWOOD, COLORADO 80215  
(if not the same as its registered office)

SIXTH: The number of directors constituting the initial board of directors of the corporation is (at least one) THREE (3), and the names and addresses of the persons who are to serve as the initial directors are:

NAME	ADDRESS
<u>TYLER JOHNSON</u>	<u>8965 W. Cornell Place Lakewood, Colorado 80227</u>
<u>GEORGE GEAL</u>	<u>C/O 710 Kipling, Suite 300 Lakewood, Colorado 80215</u>
<u>MICHAEL WARD</u>	<u>10445 N. Dartmouth Court Parker, Colorado 80134</u>

) Tyler Johnson  
) George Geal  
) Michael Ward

Incorporator(s)  
(Note)

Subscribed and sworn to before me this 19th day of August, 19 83  
My commission expires \_\_\_\_\_

My Commission Expires July 15, 1987  
COMPUTER UPDATE COMPLETE  
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*[Signature]*  
Notary Public  
710 Kipling, Lakewood, CO 80215  
Address

Note: One or more persons may incorporate. The name and address of each incorporator is to be typed below his signature unless one or more of the incorporators are also initial directors; the address of such incorporator(s) need not be repeated.

SS Form 02 NP

ARTICLES OF AMENDMENT  
to the  
ARTICLES OF INCORPORATION

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Pursuant to the provisions of the Colorado Nonprofit Corporation Act, the under-  
signed corporation adopts the following Articles of Amendment to its incorporation:

FIRST: The name of the corporation is  
COBBLESTONE VILLAGE HOMEOWNERS ASSOCIATION, INC.

SECOND: The following amendment of the Articles of Incorporation was adopted on the  
21st day of March 19 84, 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.

SEE EXHIBIT A ATTACHED HERETO AND INCORPORATED HEREIN  
BY THIS REFERENCE

COBBLESTONE VILLAGE  
HOMEOWNERS ASSOCIATION, INC.

Ronald S. Huey  
Its President

Susan D. Thompson  
Its Secretary

STATE OF COLORADO  
COUNTY OF Jefferson ss.

The foregoing instrument was acknowledged before me this 21st day of  
March 19 84, by Ronald S. Huey, President  
Susan D. Thompson, Secretary

COBBLESTONE VILLAGE HOMEOWNERS ASSOCIATION, INC.  
(insert names of the officers, as signed above, titles, and name of the corporation)

In witness whereof I have hereunto set my hand and seal.

My commission expires By Commission Order October 11, 1987

Anne Monheit  
Notary Public

Note: Fee \$5.00  
Submit the original typed & first carbon copy, or two xerox copies both having  
original signatures & acknowledgments  
If this is a change of name amendment the name to be typed in FIRST and the  
acknowledgment will be the corporate name before this amendment is filed.

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## EXHIBIT A

ARTICLES OF INCORPORATION  
OF  
COBBLESTONE VILLAGE HOMEOWNERS ASSOCIATION, INC.

In compliance with the requirements of the Colorado Nonprofit Corporation Act, Section 7-20-101 through 7-29-106, C.R.S. 1973, as amended, the undersigned, of full age, has this day, for the purpose of forming a non-profit corporation, certified as follows:

ARTICLE I  
NAME

The name of the corporation is COBBLESTONE VILLAGE HOMEOWNERS ASSOCIATION, INC., hereafter called the "Association."

ARTICLE II  
PRINCIPAL OFFICE

The principal office of the Association is located at 710 Kipling, Suite 300, Lakewood, Colorado 80215.

ARTICLE III  
REGISTERED AGENT

Dan Brouillette, whose address is 710 Kipling, Suite 300, Lakewood, Colorado 80215, is hereby appointed the initial registered agent of this Association, and such address shall be the registered address of this Association.

ARTICLE IV  
PURPOSE AND POWERS OF THE ASSOCIATION

This 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 maintenance, preservation, and architectural control of the Lots and Common Area, within that certain tract of property described on Exhibit A attached hereto and incorporated herein by this reference (hereinafter called the "Property"), and to promote the health, safety, and welfare of the residents within the Property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

(a) exercise all of the powers and privileges and perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions of Cobblestone Village Townhomes (hereinafter called the "Declaration") applicable to the Property and recorded

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or to be recorded in the Office of the Clerk and Recorder of the County of Adams, Colorado, as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length (terms which are defined in the Declaration shall have the same meanings herein unless otherwise defined);

(b) fix, levy, collect, and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; 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; provided that subject to subsection (e) of this Article IV, no conveyance, sale, transfer, or dedication shall be effective unless approved by two-thirds (2/3) of each class of Members;

(d) borrow money, and with the assent of two-thirds (2/3) of each class of Members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) dedicate, sell, or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the Members, and grant permits, licenses and easements over the Common Area for public utilities, roads and/or other purposes reasonably necessary or useful for the proper maintenance or operation of the Property, provided that no such dedication, sale or transfer shall be effective unless first approved by two-thirds (2/3) of each class of Members, and provided further that the granting of permits, licenses and easements as provided herein shall not be deemed a transfer within the meaning of this subsection (e);

(f) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area, subject to the prior written approval of the Federal Housing Administration of the U.S. Department of Housing and Urban Development or Veterans Administration while there is a Class B membership, provided that any merger or consolidation shall have the assent of two-thirds (2/3) of each class of Members;

(g) manage, control, operate, maintain, repair, and improve the Common Area;

(h) enforce covenants, restrictions, and conditions affecting any property to the extent this corporation may be authorized under the Declaration;

(i) engage in activities which will actively foster, promote, and advance the common ownership interests of Owner;

(j) enter into, make, perform, or enforce contracts of every kind and description, and do all other acts necessary, appropriate, or advisable in carrying out any purpose of this Association with or in association with any person, firm, association, corporation, or other entity or agency, public or private;

(k) adopt, alter, and amend or repeal such Bylaws as may be necessary or desirable for the proper management of the affairs of this Association; provided, however, that such Bylaws shall not be inconsistent with or contrary to any provisions of these Articles of Incorporation or the Declaration; and

(l) have and exercise any and all powers, rights, and privileges which a corporation organized under the Colorado Nonprofit Corporation Act by law may now or hereafter have and exercise.

#### ARTICLE V MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is now or hereafter subject by the Declaration to assessment, including contract sellers, shall be a Member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

A transfer of membership, including all rights of an Owner with respect to the Common Area, shall occur automatically upon the transfer of title to the Lot to which the membership pertains. The Association may suspend the voting rights and the right to the use of recreational facilities within the Common Area, if any, of a Member for a period not to exceed sixty (60) days for any infraction of published rules and regulations or the Bylaws of the Association, or for any period during which any assessment against such Owner's Lot remains unpaid. All Member

shall be entitled to vote on all matters, except any Members who are in default in any obligations to the Association. Cumulative voting is prohibited.

**ARTICLE VI  
VOTING RIGHTS**

The Association shall have two classes of voting membership:

**Class A.** Class A Members shall be all Owners, with the exception of the Declarant, and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be Members, and the vote of such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any such Lot.

**Class B.** The Class B Member(s) shall be the Declarant and shall be entitled to three (3) votes for each Lot owned which is neither leased, nor rented, nor otherwise occupied as a residence. Leasing, renting, or allowing entry for residential occupancy shall terminate the Declarant's weighted voting advantage in relation to any Lot so leased, rented, or occupied as a residence, and will limit the Declarant in relation to any such Lots to the same voting rights as a Class A Member. The Class B membership shall cease and be converted to Class A membership on the happening of any of the following events, whichever occurs earliest:

(a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; provided, however, that if within one hundred twenty (120) days of the occurrence of this event, additional real property shall be annexed to the Declaration pursuant to Article XII, Section 6 thereof, such that after such annexation there are again more votes outstanding in the Class B membership than in the Class A membership, then the Class B membership shall be deemed not to cease and not to have been converted to Class A membership; or

(b) on that date which is ten (10) years after the date of recording of the Declaration in the office of the Clerk and Recorder of the County of Adams, Colorado; or

(c) in the event that there is neither any new unit construction initiated nor evidence of any continuing construction, within the Property, for a continuous period of six (6) months; or

(d) on a date certain set forth in written notice from the Declarant to the Secretary of the Association of its

intent to terminate its Class B voting rights as of such date; provided, however, that in the event there is more than one Declarant, such notice must be signed by all such Declarants.

**ARTICLE VII**  
**BOARD OF DIRECTORS**

The affairs of this Association shall be managed by a Board of five (5) directors; provided, however, that the initial Board of Directors shall consist of three (3) directors. Directors shall be Members which, in the case of Declarant, shall include the officers, directors and employees of Declarant, and in the case of other corporate Members shall include the officers and directors of each such corporate Member. The number of Directors may be changed by amendment of the Bylaws of the Association. The names and addresses of the person who are to act in the capacity of directors until the selection of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
Ronald S. Huey	710 Kipling, Suite 300 Lakewood, Colorado 80215
Alan Tucker	710 Kipling, Suite 300 Lakewood, Colorado 80215
Susan D. Thompson	710 Kipling, Suite 300 Lakewood, Colorado 80215

The procedure for the election of directors and provisions governing their terms of office are set forth in the Bylaws of this Association.

**ARTICLE VIII**  
**DISSOLUTION**

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of Members. Upon dissolution of the Association other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed, and assigned to any nonprofit corporation, association, trust, or other organization to be devoted to such similar purposes.

**ARTICLE IX  
OFFICERS**

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

**ARTICLE X  
DURATION**

The corporation shall exist perpetually.

**ARTICLE XI  
AMENDMENTS**

Subject to the provisions of Article XI, Section 1(b) of the Declaration, amendment of these Articles shall require the assent of two-thirds (2/3) of a quorum of each class of Members voting, in person or by proxy, at any annual meeting of the Association or at a special meeting duly called for that purpose; provided, however, that no amendment to these Articles of Incorporation shall be contrary to or inconsistent with any provision of the Declaration.

**ARTICLE XII  
FHA/VA APPROVAL**

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration of the U.S. Department of Housing and Urban Development or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

EXHIBIT A

TO  
ARTICLES OF INCORPORATION  
OF  
COBBLESTONE VILLAGE HOMEOWNERS ASSOCIATION, INC.

That part of the southeast quarter of Section 29, Township 2 South, Range 66 West of 6th Principal Meridian, City of Westminster, County of Adams, State of Colorado, more particularly described as follows:

Commencing at the southwest corner of said southeast quarter; thence  $89^{\circ}14'35''$ E along the south line of said southeast quarter, 378.06 feet;

thence  $N00^{\circ}15'10''$ E, 30.00 feet to the north right-of-way of 80th Avenue, said point being on the easterly right-of-way of Eliot Street;

thence continuing along the aforesaid course  $N00^{\circ}15'10''$ E along said easterly right-of-way, 333.59 feet to the centerline of the Allen Ditch right-of-way, and southernmost corner of Cobblestone Village Subdivision Filing No. 1, said point being the Point of Beginning;

thence along said centerline the following five (5) courses:

1. thence on a curve to the left having a radius of 500.00 feet, a central angle of  $21^{\circ}56'18''$ , a chord bearing of  $N26^{\circ}49'24''$ E, a chord length of 190.28 feet, an arc distance of 191.45 feet;
2. thence  $N15^{\circ}51'15''$ E, 10.51 feet to a point of curve;
3. thence on said curve to the right having a radius of 700.00 feet, a central angle of  $11^{\circ}21'35''$ , an arc distance of 138.79 feet;
4. thence  $N27^{\circ}12'50''$ E, 48.38 feet to a point of curve;
5. thence on said curve to the right having a radius of 100.00 feet, a central angle of  $19^{\circ}03'17''$ , an arc distance of 33.26 feet;

thence  $N66^{\circ}21'29''$ W, 129.19 feet;

thence  $S23^{\circ}38'21''$ W, 154.34 feet to a point on the easterly right-of-way line of said Eliot Street;

thence  $S00^{\circ}15'10''$ W along said easterly line, 288.77 feet to the Point of Beginning.

County of Adams  
State of Colorado

STATE OF COLORADO  
STATEMENT OF CHANGE OF REGISTERED OFFICE AND/OR REGISTERED AGENT

LEASE TYPE OR PRINT CLEARLY . . . . . PLEASE READ INSTRUCTIONS ON REVERSE SIDE

The exact Corporate Name, current Registered Office & current Registered Agent are:

FOR OFFICE USE ONLY

RECEIVED  
AT 6:38:40 PM  
SEP 25 1985  
CLERK OF COURTS  
COUNTY OF ARAPAHOE  
DENVER, COLORADO

The Corporation named herein makes the following statement:

The State or Country of Incorporation is: Colorado

The complete street address of the Corporation's REGISTERED OFFICE shall be changed to:  
2993 South Peoria Street Suite GL20 Aurora, CO. 80014  
 The name of the Corporation's SUCCESSOR REGISTERED AGENT is:  
Mark E. Kreger

The address of the Corporation's Registered Office and the address of the Corporation's Registered Agent, as changed, will be identical.

The complete street address of the Corporation's principal place of business in Colorado is:  
2993 South Peoria Street Suite GL20 Aurora, Co. 80014

"Address" means street name and number, city or town, and United States post office zip code designation. If by reason of rural location or otherwise, a street name shall not exist, other appropriate "address" being as nearly as possible the actual physical location may be substituted, but in all such exceptional cases the rural free delivery route, the county, and the United States post office zip code designation shall be included.

IMPORTANT! PLEASE READ CAREFULLY!  
If you are a not-for-profit corporation or a limited partnership, this form must be notarized. If you are a business (profit) corporation, no notarization is required.

STATE OF Colorado  
COUNTY OF Arapahoe

CRABSTONE VILLAGE HOA (Note 1)  
By [Signature] (Note 2)  
is \_\_\_\_\_ President

Subscribed and sworn to before me this 20th day of September 1985  
My commission expires March 6, 1987

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HS

[Signature]  
Notary Public

Notes: 1. Exact name of corporation making the statement.  
2. Signature and title of officer signing (for the corporation, must be president or vice president).

Form DFI  
Rev. 1985

SUBMIT THIS STATEMENT WITH PAYMENT TO:  
CORPORATE REPORT SECTION  
DEPARTMENT OF STATE  
P.O. BOX 5861  
DENVER, CO 80217-5861

Filing Fee \$5.00