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**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
FOR A COLORADO NONPROFIT CORPORATION**

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

FIRST: The name of the corporation is High Park Road Association *sup*
(If this is a change of name amendment, the name to be typed is the corporate name before this amendment is filed.)

SECOND: The following amendments to the Articles of Incorporation were adopted on the 14th day of October, 1999, in the manner prescribed by the Colorado Nonprofit Corporation Act, according to the procedure marked with an X below:

X 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.

1. ARTICLE III is hereby amended as follows:

**ARTICLE III
Purposes and Powers**

Part a. of Section 1 is deleted and replaced as follows:

Section 1. The objectives and purposes of this corporation are as follows:

a. To provide for the operation and maintenance of a Right of Way to be known as the High Park Road providing access for ingress

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and egress to and from the lands of the members of the Association. The lands of the members are more particularly described on Schedule A attached hereto and incorporated herein by this reference; the High Park Road Right of Way is depicted and described on the plat recorded in Delta County, Colorado, with the COMMON INTEREST COMMUNITY DECLARATION of the High Park Road Association.

Then to be followed by the remainder of Article III.

2. ARTICLE VI is hereby amended as follows:

ARTICLE VI

Maintenance Assessments

Section 1. [followed by original text of the first paragraph of Article VI including subparagraphs a. and b., but excluding the final sentence.]

[The last three lines of ARTICLE VI are hereby deleted and replaced by the following:]

Section 2. The costs of maintenance of the entire road including the common element road and Right of Way of the Association and any associated Limited Common Elements or limited Common Interests shall be assessed to the members as follows:

a. The periodic assessments made by the Board of Director of the Association for maintenance of the common element roadway and for the costs of administration of the Association, shall be determined by a formula based on "Assessment Units" as follows: Each parcel, lot, tract or Unit (hereinafter a "Unit"), including those served by limited common elements, or limited common interests pursuant to ARTICLE IX Section 6 of the Association's Declaration, shall be considered one "Assessment Unit" but may have additional "Assessment Units" assigned to it as follows. A Unit used as a lodge or for any use other than a family residence pursuant to ARTICLE IX Section 4 of the Declaration, shall have additional partial or full Assessment Units assigned to it, as may be agreed between the member and the Board of Directors upon their permitting such use. A Unit which is developed to have more than one family residence shall have an additional or partial Assessment Unit assigned to it for each residential unit beyond the first.

b. Each year the Board of Directors shall prepare a budget to determine the total amount of road maintenance expenditures and other necessary operating expenses to be assessed against all of the Units served by the high Point Road, which shall exclude the specific expenses for the maintenance of any limited common elements or interests. That total shall be divided by the total number of Assessment Units assigned to all of the properties served, including any Units served by limited

common elements or interests, to determine the dollar assessment per Assessment Unit.

c. Each Unit's assessment shall be the number of Assessment Units assigned to it multiplied by the dollar amount per Assessment Unit. Each Unit served by a limited common element or limited common interest shall be additionally assessed for its pro rata share of the maintenance expenses for the specific limited common element or limited common interest serving that Unit.

d. Any additional assessment to an individual member for damage to the road for which the Board of Directors has determined that member is liable, shall be added to his regular assessment upon approval by a vote of the members, as prescribed in this ARTICLE VI for the approval of regular assessments.

Assessment notification and collection procedure shall be as prescribed in the By-Laws of the Association.

3. ARTICLE XI is hereby amended as follows:

ARTICLE XI

Process of Amendment

Paragraph A shall be preceded by the following:

In paragraphs A, B and C of this ARTICLE XI, the term "stockholders", or "stockholders of the corporation", refers to "members of the High Park Road Association."

Signature Edwin J. Fischer
Its _____ President

and

Signature Edward D. Hill
Its _____ Secretary