



STATE OF COLORADO

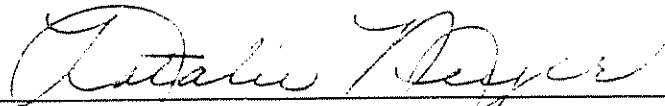
DEPARTMENT OF
STATE

CERTIFICATE

I, NATALIE MEYER, *Secretary of State of the State of Colorado* hereby certify that the prerequisites for the issuance of this certificate have been fulfilled in compliance with law and are found to conform to law.

Accordingly, the undersigned, by virtue of the authority vested in me by law, hereby issues A CERTIFICATE OF AMENDMENT TO CRESTMOOR PARK (2ND FILING) HOMES ASSOCIATION, A NONPROFIT CORPORATION.

Dated: JANUARY 13, 1989



SECRETARY OF STATE

SS: FORM D2 NP (Rev. 7/87)
Submit in duplicate
Fee: \$10.00

This document must be typewritten

~~FRONT~~ MAIL TO:
COLORADO SECRETARY OF STATE
CORPORATIONS OFFICE
1560 Broadway, Suite 200
Denver, Colorado 80202
(303) 866-2361

for office use only

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 Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is Crestmoor Park (2nd Filing) Homes Association (Note 1)

SECOND: The following amendment of the Articles of Incorporation was adopted on the 5th day of January 19 89, 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.

X there are no members, or no members entitled to vote thereon, such amendment received the vote of a majority of the directors in office.

RESOLVED, that the Restated Articles of Incorporation of the Corporation be and the same hereby are amended, to add thereto a new Article XIV, entitled "Personal Liability of Directors", to read in its entirety as follows:

ARTICLE XIV

Personal Liability of Directors

No director of the corporation shall be liable to the corporation or to its members for monetary damages for breach of fiduciary duty as a director.

Robert E. Dean
Its _____ President

and John Miller
Its _____ Secretary

Subscribed and sworn to before me this 13th day of January, 1989

My commission expires 12-14-91

Toni J. Bruce
Notary Public
1100 Broadway #600
Address
Denver, CO 80202

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.

SS: FORM D2 NP (Rev. 7/87)
Submit in duplicate
Fee: \$10.00

RECEIVED

This document must be typewritten
JAN 13 4 PM '89
OFFICE OF THE STATE
SECRETARY OF COLORADO

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Robert E. Evans
Its _____ President

and John Walker
Its _____ Secretary

Subscribed and sworn to before me this 13th day of January, 19 89

My commission expires 12-14-91

Tom Dean Bruce
Notary Public
1600 Broadway #600
Address
Denver, CO 80202

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F. J. SERAFINI
COUNTY CLERK
DENVER COUNTY

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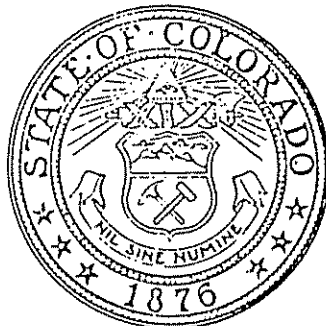


DEPARTMENT OF
STATE

CERTIFICATE

I, MARY ESTILL BUCHANAN, Secretary of State of the State of Colorado hereby certify that the prerequisites for the issuance of this certificate have been fulfilled in compliance with law and are found to conform to law.

Accordingly, the undersigned, by virtue of the authority vested in me by law, hereby issues A CERTIFICATE OF AMENDMENT TO CRESTMOOR PARK (2ND FILING) HOMES ASSOCIATION, A NON-PROFIT CORPORATION



Mary Estill Buchanan
SECRETARY OF STATE

DATED: FEBRUARY 27, 1979

L-8512-5

NOT FOR PROFIT

FILED

27 FEB '79

RESTATED ARTICLES OF INCORPORATION

OF

STATE OF COLORADO
DEPT. OF STATE

CRESTMOR PARK (2ND FILING) HOMES ASSOCIATION

KNOW ALL MEN BY THESE PRESENTS, that we, William B. Collister, President, and Virgil Davis, Secretary, officers of the Crestmoor Park (2nd Filing) Homes Association, and residents of the State of Colorado, desire to restate the Articles of Incorporation of said Association pursuant to the general laws of the State of Colorado, Article 21 of Title 7, Colorado Revised Statutes 1973, as now amended. Further, the above-mentioned officers of said Association desire that the Crestmoor Park (2nd Filing) Homes Association continues to qualify as a Colorado Non-Profit Corporation pursuant to the general laws of the State of Colorado, Articles 20-29 of Title 7, Colorado Revised Statutes 1973, as now amended.

WHEREFORE, the above-mentioned officers, in accordance with the provisions of the laws of Colorado, do hereby make, execute and acknowledge, in duplicate, these Restated Articles of Incorporation:

ARTICLE I

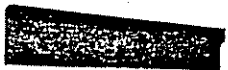
NAME

The corporate name and style of our said Corporation shall be Crestmoor Park (2nd Filing) Homes Association.

ARTICLE II

CORPORATE PURPOSES

The purposes of this Corporation are to advance the interests of Crestmoor Park (2nd Filing), a subdivision of the City and County of Denver, State of Colorado, and to maintain the same as a high-class residential subdivision and, in general, to initiate, promote and perfect any and all matters and things of mutual interest, benefit and advantage to said subdivision and



to the persons who from time to time may be owners of property within said subdivision.

ARTICLE III

BY-LAWS

The members of the Board of Directors of the Corporation shall have the power to make such By-Laws as they may deem proper for the management of this Corporation, not inconsistent with the laws of the State of Colorado.

ARTICLE IV

PERPETUAL EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V

MEMBERSHIP

Membership in this Corporation shall be restricted to such persons as may from time to time be the owners of a lot or lots within the Crestmoor Park (2nd Filing) Subdivision in the City and County of Denver, subject to such restrictions and limitations as may be imposed by the By-Laws of said Corporation.

ARTICLE VI

NON-PROFIT

No part of the net earnings of this Corporation shall inure to the benefit of any member of the Crestmoor Park (2nd Filing) Homes Association or any individual. No part of the income or profit of this Corporation may be distributed to the members, Directors or officers of Crestmoor Park (2nd Filing) Homes Association.

ARTICLE VII

DISSOLUTION

Upon the dissolution of Crestmoor Park (2nd Filing) Homes Association, the Board of Directors shall, after paying and making provision for payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for

the purposes of the Corporation in such manner, or to such organization or organizations under Sec. 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the district court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII

BOARD OF DIRECTORS

The Board of Directors shall be selected as provided for in the By-Laws of the Corporation.

ARTICLE IX

REGISTERED AGENT

The current registered office of this Corporation is:

3120 Security Life Building
Denver, Colorado 80202

The current registered agent at the above address is:

William R. Collister

ARTICLE X

DATE OF INITIAL INCORPORATION

The date of the initial incorporation of this Corporation was March 17, 1950.

ARTICLE XI

ORIGINAL INCORPORATORS

The names and addresses of this Corporation's original incorporators, are:

- (1) T. M. Sanders, address unknown.
- (2) C. L. Barker, 308 Jasmine Street, Denver, Colorado.
- (3) William H. Roberts, address unknown.

ARTICLE XII

ORIGINAL ARTICLES OF INCORPORATION

1. KNOW ALL MEN BY THESE PRESENTS, That the undersigned,
T. M. Sanders C. L. Barker William H. Roberts
do hereby associate themselves as a corporation, not for pecuniary
profit, under and pursuant to the provisions of Article 13 of
Chapter 41 of the 1935 Colorado Statutes Annotated, under the
corporate name of:

CRESTMOR PARK (2ND FILING) HOMES ASSOCIATION.

2. Purposes for which this Corporation is formed are
to advance the interests of Crestmoor Park (2nd Filing), a sub-
division in the City and County of Denver, State of Colorado, and
to maintain the same as a high-class residential subdivision, and
in general to initiate, promote and perfect any and all matters
and things of mutual interest, benefit and advantage to said sub-
division and to the persons who from time to time may be the owners
of property within said subdivision.

3. Membership in this Corporation shall be restricted
to such persons as may from time to time be the owners of a lot
or lots within Crestmoor Park (2nd Filing) Subdivision in the
City and County of Denver, subject to such restrictions and
limitations as may be imposed by the By-Laws of said Corporation.

4. Board of Directors (omitted).

The Board of Directors of this Corporation are hereby
expressly authorized to make such prudential By-Laws for managing
the affairs of the Corporation as said Board may deem proper,
expeditious or necessary.

5. Original Registered Office (omitted).

ARTICLE XIII

These Restated Articles of Incorporation correctly set
forth the provisions of the Articles of Incorporation as they
have now been amended. The Restated Articles have been duly
adopted as required by the laws of Colorado and the By-Laws of
this Corporation, and they supersede the original Articles of

Incorporation and all amendments thereto.

ATTEST:

CRESTMOR PARK (2ND FILING) -
HOMES ASSOCIATION

Virgil Davis
Virgil Davis, Secretary

By: William B. Collister
William B. Collister, President

ACKNOWLEDGEMENT

STATE OF COLORADO)
CITY AND COUNTY OF DENVER) ss.

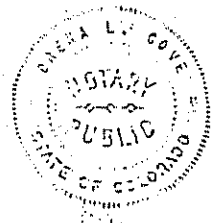
William B. Collister, President of Crestmoor Park (2nd Filing) Homes Association, being first duly sworn upon oath, deposes and says: That he has read the foregoing Restated Articles of Incorporation for Crestmoor Park (2nd Filing) Homes Association, knows the contents thereof, that the statements therein are true to the best of his knowledge, information and belief.

William B. Collister
William B. Collister

Subscribed and sworn to before me this February 21 day of 1979.

WITNESS my hand and official seal.

My commission expires: October 9, 1981



Diana L. Love
Notary Public

A C K N O W L E D G E M E N T

STATE OF COLORADO)
CITY AND COUNTY OF DENVER) ss.

Virgil Davis, Secretary of Crestmoor Park (2nd Filing) Homes Association, being first duly sworn upon oath, deposes and says: That he has read the foregoing Restated Articles of Incorporation for Crestmoor Park (2nd Filing) Homes Association, knows the contents thereof, that the statements therein are true to the best of his knowledge, information and belief.

Virgil Davis
Virgil Davis

Subscribed and sworn to before me this 19 day of February, 1979.

WITNESS my hand and official seal.

My commission expires: My Commission Expires Oct. 25, 1980

Carolyn B. [Signature]
Notary Public

My Commission Expires Oct. 25, 1980

