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ARTICLES OF INCORPORATION

OF

INNSBRUCK IN AURORA

The undersigned natural persons, each more than twenty-one years of age, hereby establish a nonprofit corporation pursuant to the statutes of Colorado and adopt the following articles of incorporation:

FIRST: The name of the corporation is INNSBRUCK IN AURORA.

SECOND: The association shall have perpetual existence.

THIRD: (a) Purposes. The nature, objects and purposes of the association shall be (i) to own certain real property designated as "the Common Area" which is part of the property known as "Innsbruck in Aurora" in the City of Aurora, Colorado and all personalty connected therewith; (ii) to promote the recreation, safety and welfare of residents who shall reside in such property and to provide services and facilities related to the use and enjoyment of the Common Area; (iii) to provide exterior repair and maintenance of houses situated on such property, and (iv) perform such other duties and obligations of the association as set forth in the Declaration of Covenants, Conditions and

Restrictions applicable to the property and recorded in the office of the County Clerk and Recorder of Arapahoe County, Colorado in Book 2176 at page 62, as such Declaration may be amended from time to time as therein provided.

(b) Powers. In furtherance of the foregoing purposes the association shall have and may exercise all of the rights, powers and privileges now or hereafter conferred upon nonprofit corporations organized under the laws of Colorado. In addition, it may do everything necessary, suitable or proper for the accomplishment of any of its corporate purposes.

(c) All assessments of members of the association shall be determined so as to assure that all funds so collected are not in excess of those necessary for the expenses and reserves required to carry out the association's purposes.

FOURTH: Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject by covenants of record to assessment by the Association shall be a member of the Association except persons or entities who hold such interest merely as security for the performance of an obligation. No owner shall have more than one membership. Membership shall be appurtenant to and may not be separated from ownership of any lot which

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is subject to assessment by the Association. Ownership of such lot shall be the sole qualification for membership.

FIFTH: The Association shall have two classes of members, Class A and Class B. Class A members shall be all those owners of lots as defined in Article FOURTH with the exception of Darrel A. Farr Development Corporation, its successors and assigns who may acquire more than five lots. Class A members shall be entitled to one vote for each lot in which they hold the interest required for membership by Article FOURTH. When more than one person holds such interest in any lot, all such persons shall be members. The vote for such lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any lot.

The Class B member shall be Darrel A. Farr Development Corporation. The Class B member shall be entitled to five votes of each lot in which it holds the interest required for membership by Article FOURTH, provided that the Class B membership shall cease and be converted to Class A membership when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership.

The articles of incorporation shall not be amended, and the association shall not mortgage or lease

the Common Area, or construct capital improvements (except those planned by Darrel A. Farr Development Corporation), or carry out any other transaction for which the votes of members are required unless each of such transactions shall have been authorized by the affirmative votes of two-thirds of the Class A members and of the Class B members, each voting as a class.

SIXTH: The affairs of the association shall be managed by a board of directors who need not be members of the Association. The number of directors shall be set forth in the bylaws of the association. Three directors shall constitute the initial board, their names and addresses being as follows:

William R. Collins

4155 East Jewell Avenue  
Denver, Colorado 80222

Dan E. Hall

4155 East Jewell Avenue  
Denver, Colorado 80222

Daryl Carlson

4155 East Jewell Avenue  
DENVER, COLORADO 80222

SEVENTH: The address of the initial registered office of the association is 4155 East Jewell Avenue, Suite 601, Denver, Colorado 80222. The name of its initial registered agent at such address is William R. Collins.

EIGHTH: The name and address of each incorporator is:

W. DEAN SALTER

1700 Broadway, Suite 1010  
Denver, Colorado 80202

G. KEVIN CONWICK

1700 Broadway, Suite 1010  
Denver, Colorado 80202

THOMAS A. RICHARDSON

1700 Broadway, Suite 1010  
Denver, Colorado 80202

DATED: May 1, 1974

  
W. Dean Salter

  
G. Kevin Conwick

  
Thomas A. Richardson

VERIFICATION

STATE OF COLORADO

CITY AND COUNTY OF DENVER ) ss.

I, May E. Entes, a notary public,  
hereby certify that on the 12<sup>th</sup> day of May, 1974,  
personally appeared before me W. DEAN SALTER, G. KEVIN  
CONWICK and THOMAS A. RICHARDSON, who being by me first  
duly sworn severally declared that they were the persons  
who signed the foregoing documents as incorporators and  
that the statements therein contained are true.



May E. Entes  
Notary Public

commission expires Sept 17, 1975

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FILE CARD NO. JMG

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RECEIVED

MAY 19 1976

DEPARTMENT OF STATE  
STATE OF COLORADO

FILED

19 MAY 76

STATEMENT OF CHANGE OF REGISTERED OFFICE  
OR REGISTERED AGENT, OR BOTH, OF COLORADO  
DEPT. OF STATE

- Notes:
1. Exact corporate name of corporation making the statement.
  2. Signature and title of officer signing for the corporation, — must be President or Vice-President except for nonprofit.
  3. Signature of Notary Public must be exactly as shown on Notarial Seal, and must agree with notarial commission.
  4. This document must be typewritten.

To the Secretary of State  
of the State of Colorado

Pursuant to the provisions of the Colorado Corporation Act, the undersigned corporation organized under the laws of the State of Colorado submits the following statement for the purpose of changing its registered office or its registered agent, or both, in the State of Colorado:

First: The name of the corporation is Innsbruck In Aurora

Second: The address of its REGISTERED OFFICE is 666 Sherman Street, DENVER, Colorado 80203

Third: The name of its REGISTERED AGENT is Attorney Henry H. Halsey

Fourth: The names of its registered office and the address of the business office of its registered agent, as changes, will be identical.

Fifth: The address of its place of business in Colorado is 12001 East Yale Avenue, Denver, Colorado 80232

Innsbruck In Aurora (State)

By [Signature] (Title)

STATE OF COLORADO  
City and County of DENVER

Before me, Josephine E. Brake, a Notary Public in and for the said County and State, personally appeared ROGER ADLERSPERGER, who acknowledged before me that he is the President of Innsbruck In Aurora, a Colorado corporation, that he signed the foregoing, and that the statements contained therein are true.

In witness whereof I have hereunto set my hand and seal this 12 day of May, A. D. 1976.

My commission expires Aug 01 1978

SECTION 96  
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Josephine E. Brake  
RECORDED

BOOK 523 PAGE

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File Copy



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

PLEASE TYPE OR PRINT CLEAR, V . . . . PLEASE READ INSTRUCTIONS ON REVERSE SIDE

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

BERRY INSURANCE CO.  
AGENT FOR - 0401  
INSURANCE IN ALIEN  
600 SHERMAN STREET  
DENVER, CO 80203

FOR OFFICE USE  
COLO. DE  
56268

AIO - 27

The Corporation named herein makes the following statement:

2 The State or Country of Incorporation is Colorado

3 The complete street address of the Corporation's REGISTERED OFFICE shall be changed to:

11235 E. Harvard Aurora, Colorado 30014

4 The name of the Corporation's SUCCESSOR REGISTERED AGENT IS

Cyrilka B. Mellor

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

6 The complete street address of the Corporation's principal place of business in Colorado is:

2501 S. Peoria Aurora, Colo. 30014

STATE OF COLORADO  
COUNTY OF ARAPAHOE

Insurance in Aurora Townhouse Association

By Abdul R. Maffed  
Its Vice - President  
Its \_\_\_\_\_ General Partner

Subscribed and sworn to before me this 13 day of November  
My commission expires 6-10-85

COMPUTER UPDATE COMPLETE  
HK

[Signature]  
Notary Public

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

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

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

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

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

YATKA & PELLER  
AGENT FOR - (608)  
INNSBRUCK IN AURORA

ON 0272003

FOR OFFICE USE ONLY

MAY 02

1176 E. HARVARD

05-02-88 15:  
881050365 \$10

AURORA, CO

80014

FILING FEE \$10.00

The Corporation named herein makes the following statement:

2 The State or Country of Incorporation is: COLORADO

3 The complete street address of the Corporation's REGISTERED OFFICE shall be changed to:

11952 EAST HARVARD AVENUE, AURORA, COLORADO 80014

4 The name of the Corporation's SUCCESSOR REGISTERED AGENT IS:

MRS. FAY HALLIFAX STEFAN

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

6 The complete street address of the Corporation's principal place of business in Colorado is:

11952 EAST HARVARD AVENUE, AURORA, COLORADO 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 appropriate "address" fixing as nearly as possible the actual physical location may be substituted, but in all such exceptional cases the rural free delivery route, the State 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.

INNSBRUCK IN AURORA

STATE OF COLORADO

COUNTY OF ARAPAHOE

By Jack W. Chow

Its  President  
Its \_\_\_\_\_ Registered Agent (Notarized)  
Its \_\_\_\_\_ Authorized Agent (Foreign Corporations Only)

Subscribed and sworn to before me this 29th day of April  
My commission expires My Commission Expires: 03/13/1990

COMPUTER UPDATE COMPLETE

- Notes:
1. Exact name of corporation making the statement.
  2. Regarding profit corporations: This statement may be signed by the registered agent when it involves only a registered address change. A copy of this statement has been forwarded to the corporation by the registered agent.
  3. Signature and title of officer signing for the corporation must be president or vice president. FOR A FOREIGN CORPORATION SUCH OFFICERS, THE AUTHORIZED AGENT.
  4. Signature of notary public must be exactly as shown on a serial seal, and must agree with notarial commission.

June M. Kar  
Notary Public (Note 4)

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Rev. 1988

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

Filing Fee \$10

*JK*