FILED in the office of the Secretary of
State of the State of Colorado

MAR 21 1974

269922

ARTICLES OF INCORPORATION

OF

GLENWOOD GARDENS PHASE I HOMEOWNERS ASSOCIATION

For the purpose of forming a nonprofit corporation pursuant to the provisions of Chapter 31, Ar. .e 24, Colorado Revised Statutes 1963, the undersigned hereby has made, signed and acknowledged the following articles:

ARTICLE I

Name

The name of the corporation shall be:
GLENWOOD GARDENS PHASE I HOMEOWNERS ASSOCIATION

ARTICLE II

Duration

The period of duration of this corporation shall be perpetual.

ARTICLE III

Purposes

The business, objects and purposes for which the corporation is formed shall be as follows:

A. To be and constitute the Association to which reference is made in the Condominium Declaration as amended from time to time (herein: The "Declaration"), of Glenwood Gardens Phase I Homeowners Association (herein: The "Condomin-

OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

CERTIFICATE OF DOCUMENT FILED

I, Wayne W. Williams, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office, the attached document is a true and complete copy of the

Articles of Incorporation

with Document # 19871269922 of

GLENWOOD GARDENS PHASE I HOMEOWNERS ASSOCIATION

Colorado Nonprofit Corporation

(Entity ID # 19871269922)

consisting of 8 pages.

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 09/28/2016 that have been posted, and by documents delivered to this office electronically through 10/02/2016@ 14:32:17.

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, and issued this official certificate at Denver, Colorado on 10/02/2016 @ 14:32:17 in accordance with applicable law. This certificate is assigned Confirmation Number 9862859

Secretary of State of the State of Colorado

**********End of Certificate**********

Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Validate a Certificate page of the Secretary of State's Web site, http://www.sos.state.co.us/biz/CertificateSearchCriteria.do entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, http://www.sos.state.co.us/ click "Businesses, trademarks, trade names" and select "Frequently Asked Questions."

iums") recorded in the office of the County Clerk and Recorder of Boulder County, Colorado, and to exercise all rights and powers and perform all obligations and duties of the Association as specified therein.

B. To provide an entity for the furtherance of the interest of the owners of condominium units in the Condominiums.

ARTICLE IV

Powers

In furtherance of its purposes, but not otherwise, the corporation shall have the following powers:

A. All of the powers conferred upon nonprofit corporations by the common law and the statutes of the State of Colorado in effect from time to time.

B. All of the powers necessary or desirable to exercise the rights and powers and perform the obligations and duties of the Association under the Declaration, including without limitation the following powers:

1. To make and collect assessments against members to defray the costs, expenses and any losses of the corporation in connection with its exercise of powers or performance of functions hereunder;

2. To manage, control, operate, maintain, repair and improve common elements as defined in the Colorado Condominium Ownership Act and the Declaration within the Condominiums;

3. To enforce covenants, restrictions or conditions affecting any property to the extent this corporation may be authorized under any such covenants, restrictions or conditions and to make and enforce rules and regulations for use of property in the Condominiums;

4. To engage in activities which will actively foster, promote and advance the common ownership interests of owners of condominium units within the Condominiums;

5. To buy or otherwise acquire, sell or otherwise dispose of, mortgage or otherwise encumber, exchange, lease, hold, use, operate and otherwise deal with and in real, personal and mixed property of all kinds and any right or interest therein for any purpose of the corporation.

6. To borrow money for any purpose of the corporation limited in amount or in other respects as may be provided in the Bylaws of the corporation;

7. To enter into, make, perform or enforce contracts of every kind and description, and to do all other acts necessary, appropriate or advisable in carrying out any purpose of the corporation with or in association with any person, firm, association, corporation or other entity or agency, public or private;

8. To act as agent, trustee or other representative of other corporations, firms and individuals and as such to advance the business or ownership interests of such corporations, firms or individuals;

9. To adopt, alter and amend or repeal such Bylaws as may be necessary or desirable for the proper management of the affairs of the corporation; provided, however, that such Bylaws may not be inconsistent with or contrary to any such provisions of the Declaration;

10. The foregoing enumeration of powers shall not limit or restrict in any manner the exercise of other and further rights and powers which may now or hereafter be allowed or permitted by law; the powers specified in each of the paragraphs of this Article are independent powers not to be restricted by reference to or inference from the terms of any other paragraph or provisions of this Article.

ARTICLE V

Membership

The corporation shall be a membership corporation without certificates or shares of stock. There shall be one class of membership. No one shall be eligible for membership who is not an Owner as defined in the Declaration of a condominium unit in the Condominiums.

A membership in the corporation and the share of a member in the assets of the corporation shall not be assigned, encumbered or transferred except as an incident to the transfer or encumbrance of title to the condominium unit to which the membership pertains.

Upon the transfer of title to a condominium unit, the transferee shall be entitled to be registered on the books of the

corporation; provided that the Bylaws of the corporation may contain reasonable provisions and requirements with respect to such registration and the corporation's recognition of ownership interests.

The Bylaws may contain provisions not inconsistent with the foregoing setting forth the rights, privileges, duties and responsibilities of members.

ARTICLE VI

Voting by Members

Voting shall be based upon the percentage of the undivided interest of each unit owner in the general common elements. An owner of an undivided fractional interest in and to a unit shall be entitled to a vote equal to his fractional ownership in such unit. Cumulative voting is prohibited.

The corporation may suspend the voting rights of a member for failure to comply with rules and regulations or the Bylaws of the corporation or with any other obligation of an owner of a condominium unit under the Declaration or agreement created thereunder.

ARTICLE VII

Board of Directors

The business and affairs of the corporation shall be conducted, managed and controlled by a Board of Directors.

The Board of Directors shall consist of not less than three members, the specific number to be set forth from time to time in the Bylaws of the corporation. In the absence of any provision in the Bylaws, the Board shall consist of three members.

Members of the Board of Directors shall be elected at the annual meeting of the members in the manner determined by the Bylaws. Cumulative voting in the election of Directors shall not

be permitted.

Directors may be removed and vacancies on the Board of Directors shall be filled in the manner to be provided in the Bylaws.

The names and addresses of the members of the first Board of Directors, who shall serve until the first election of Directors by the members and until their successors are duly elected and qualified are as follows:

Edward F. McElwain	3216 Arapahoe Boulder, Colorado 80302
Helen S. McElwain	3216 Arapahoe Boulder, Colorado 80302
Roberta Richards	3216 Arapahoe Boulder, Colorado 80302

Any vacancies in the Board of Directors occurring before the first election of Directors by members shall be filled by the remaining Directors.

ARTICLE VIII

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 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 IX

Right of Directors and Officers to Contract with Corporation

Any of the Directors or officers of this corporation shall not in the absence of fraud be disqualified by his office from dealing or contracting with this corporation either as vendor, purchaser or otherwise, nor shall any firm, association or corpor-

ation of which he shall be a member or in which he may be pecuniarily interested in any manner be so disqualified. No director or officer, nor any firm, association or corporation with which he is connected as aforesaid, shall be liable to account to this corporation or its members for any profit realized by him from or through any such transaction or contract, it being the express purpose and intent of this Article to permit this corporation to buy from, sell to or otherwise deal with the partnerships, firms or corporations of which the Directors and officers of this corporation or any one or more of them may be members, directors or officers or in which they or any of them may have pecuniary interests; and the contracts of this corporation in the absence of fraud shall not be void or voidable or affected in any manner by reason of any such position. Furthermore, Directors of this corporation may be counted for a quorum of the Board of Directors of this corporation at a meeting even though they may be pecuniarily interested in matters considered at such meeting, and any action taken at such a meeting with reference to such matters by a majority of the disinterested directors shall not be void or voidable by this corporation in the absence of fraud.

ARTICLE X

Initial Registered Office and Agent

The initial registered office of the corporation shall be 3216 Arapahoe, Boulder, Colorado 80302. The initial registered agent at such office shall be Edward F. McElwain.

ARTICLE XI

Incorporation

The incorporator of this corporation is Edward F. McElwain.

ARTICLE XII

Dissolution

In the event of the dissolution of this corporation, the assets of this corporation shall be deemed to be owned by the members in the proportions established by the votes attributable to the several condominium units. If the ownership of any condominium unit should be held by an artificial legal entity (such as a corporation or partnership) or should be divided into two or more ownership interests, the ownership interest attributable to such condominium unit may nevertheless be treated as an indivisible single interest and in such event the principals of such artificial legal entity or the several owners of such condominium unit shall be solely responsible among themselves for the further division of such ownership interest.

ARTICLE XIII

Amendments

Amendments to these Articles of Incorporation shall be adopted, if at all, in the manner set forth in Chapter 31, Article 24, Colorado Revised Statutes 1963; provided, however, that no such amendment shall be contrary to or inconsistent with any provision of the Declaration.

Executed this 28th day of February, 1974.

Edward F. McElwain

STATE OF COLORADO)
Boulder) ss.
)

The foregoing instrument was acknowledged before me this [illegible] of February, 1974, by Edward F. McElwain. Witness my hand and official seal. My commission expires:

My Commission Expires March 6, 1977

Notary Public

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