

ARTICLES OF INCORPORATION  
OF  
PORTAL ESTATES  
HOMEOWNERS ASSOCIATION

20001086319 M  
\$ 50.00  
SECRETARY OF STATE  
04-27-2000 16:46:06

The undersigned natural person, being the age of twenty-one years or more, acting as incorporator of a non-profit corporation under the laws of the Colorado Corporation Code, adopts the following Articles of Incorporation:

ARTICLES I

The name of this corporation (hereinafter referred to as the Corporation) shall be: Portal Estates Homeowners Association and the principal business address shall be 9420 Owl Lane, Boulder, Colorado 80301.

ARTICLE II

The period of duration of the Corporation shall be perpetual.

ARTICLE III

The nature, object and purposes of the business to be transacted shall be as follows: The Corporation shall be non-profit and its object shall be to carry out exempt functions, such as acquisition, construction, management, preservation, maintenance and care of Association property. The Association is organized and established to administer and manage common areas and maintenance property under the control of the Association and to serve the best interests of its members. The Association shall operate a Common Interest Community located in Boulder Colorado.

In furtherance of the foregoing purposes, the Association shall have and may exercise all of the rights, powers and privileges now or hereinafter conferred upon non-profit corporations organized under the laws of the State of Colorado. In addition, the Association may do everything necessary, suitable or proper for the accomplishment of any of its corporate purposes, including but not limited to the following:

- a) To exercise all the powers, rights, and privileges and to perform all of the duties and obligations of the Association as set forth in the DECLARATION OF COVENANTS, CONDITIONS, AND RESTRICTIONS FOR PORTAL ESTATES as may be amended and as recorded in the records of Boulder County, Colorado.
- b) To fix, levy and collect assessments and charges pursuant to the terms of the Declaration against members; to pay all expenses in connection therewith and incident to the conduct of the business of the Association; to maintain property of the Association and to use the proceeds of assessments in the exercise of its duties, powers and obligations.

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c) To acquire, 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.

d) To enforce the provision of the above described Declaration, these Articles of Incorporation, the Bylaws of the Association and Rules and Regulations adopted by the Association.

e) To dedicate, sell or transfer all or any portion of the common areas according to the terms of the Declaration.

f) To participate in mergers and consolidations with other non-profit corporations organized for the same or similar purpose and annex additional property and common area according to the terms of the Declaration.

g) To do any and all permitted acts and exercise any and all powers, rights and privileges which are granted to a Common Interest Community Association under the laws of the State of Colorado.

**ARTICLE IV**

The address of the initial registered office of the Association is 9420 Owl Lane, Boulder, Colorado 80301 and the name of the initial registered agent at such address is Hon-Yim Ko.

**ARTICLE V**

Three members shall constitute the initial Executive Board who need not be members of the Association, their names and addresses being as follows:

Chuan C. Feng 22 Camelia Irvine, CA 92620	Ching-Hua Feng 22 Camelia Irvine, CA 92620	Hon-Yim Ko 9420 Owl Lane Boulder, CO 80301
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**ARTICLE VI**

Every person or entity who is a record owner of a Unit which is subject to assessment under the Declaration, 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. The Association shall be a nonprofit corporation, without shares of stock.

#### ARTICLE VII

The Executive Board shall have the authority and responsibility to adopt, amend or repeal by-laws, provided that such by-laws are consistent with these Articles of Incorporation.

#### ARTICLE VIII

These Articles of Incorporation may be amended by a vote of two-thirds of the entire membership. If there are no members, these Articles may be amended by a vote of two-thirds of the members of the Executive Board. The Declarant, under the Declaration of Covenants, Conditions and Restrictions, shall have the unilateral right, power and authority to modify, revise or amend these Articles if either the Veterans Administration or the Federal Housing Administration, or any successor agencies thereto require such action as a condition precedent to approval by such agency for federally approved mortgage financing purposes.

#### ARTICLE IX

To the fullest extent permitted by the Colorado Corporation Code, as the same exists or may hereinafter be amended, a member of the Executive Board of the Association shall not be liable to the Association or its members for monetary damages for breach of fiduciary duty as a member of the Executive Board.

#### ARTICLE X

To the fullest extent permitted by the Colorado Corporation Code, as the same exists or may hereinafter be amended, the Association shall have the power to indemnify the officers and members of the Executive Board of the Association.

#### ARTICLE XI

The Association may be dissolved with the approval given in writing and signed by not less than two-thirds of each class of membership. 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 the Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purpose.

#### ARTICLE XII

The name and address of the Incorporator is:  
Chuan C. Feng  
22 Camelia  
Irvine, California 92620

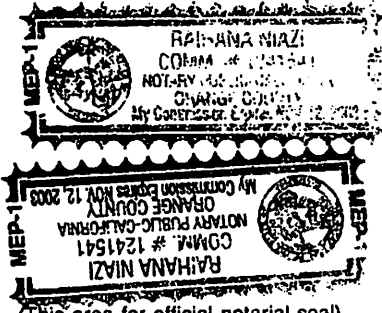


CALIFORNIA ALL-PURPOSE ACKNOWLEDGEMENT

STATE OF California  
COUNTY OF Orange } SS.

On 4-7-00 before me, the undersigned, a Notary Public in and for said State personally appeared Mr. Chuan Chung Feng  
Name(s) of Signer(s)

Personally known to me OR  proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



Witness my hand and official seal.

Rahmana Niazi  
Signature of Notary  
Rahmana Niazi  
Name (Typed or Printed)

Capacity Claimed by Signer

Description of Attached Document

- Individual(s)
- Corporate Officer(s) - Title(s) Self
- Partner(s)
- Attorney-In-Fact
- Trustee(s)
- Guardian/Conservator
- Other: \_\_\_\_\_

This certificate must be attached to the document described below:

Title or type of document Articles of Incorporation of Potal Village  
Number of Pages (14) Homeowner Assoc.  
Date of Document 4-7-00  
Signer(s) Other than Named Above \_\_\_\_\_

Signer is Representing:

Name of person(s) or Entity(ies)  
\_\_\_\_\_  
\_\_\_\_\_

ATTENTION NOTARY

Although the information requested above is optional, it could prevent fraudulent attachment of this certificate to another document.

WRITTEN CONSENT OF THE INITIAL REGISTERED AGENT

Pursuant to the provisions of Colorado Revised Statutes the undersigned consents to the appointment as the initial registered agent of the Colorado nonprofit corporation Portal Estates Homeowners Association.

Registered Agent

Date: 4/3/02

18yleo  
Hon-Yim Ko  
9420 Owl Lane  
Boulder, Colorado 80301

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OFFICE OF THE SECRETARY OF STATE  
OF THE STATE OF COLORADO

**CERTIFICATE**

I, Bernie Buescher, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office,

**PORTAL ESTATES HOMEOWNERS ASSOCIATION**

is a **Nonprofit Corporation** formed or registered on 04/27/2000 under the law of Colorado, has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 20001086319.

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 07/31/2009 that have been posted, and by documents delivered to this office electronically through 08/04/2009 @ 11:46:37.

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Denver, Colorado on 08/04/2009 @ 11:46:37 pursuant to and in accordance with applicable law. This certificate is assigned Confirmation Number 7428332.



*Bernie Buescher*

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 Certificate Confirmation 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 Business Center and select "Frequently Asked Questions."*