

NONPROFIT

**ARTICLES OF INCORPORATION  
FOR  
CENTRE POINTE STATION CONDOMINIUM ASSOCIATION**  
(a Nonprofit Corporation)

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Pursuant to the provisions of the Colorado Nonprofit Corporation Act, the undersigned hereby signs and acknowledges, for delivery in duplicate to the Secretary of State of Colorado, these Articles of Incorporation for the purpose of forming a nonprofit corporation. ✓

**ARTICLE 1 - Name**

The name of this corporation is **CENTRE POINTE STATION CONDOMINIUM ASSOCIATION** ("Association"). ✓

**ARTICLE 2 - Terms**

All capitalized terms shall have the meaning set forth in the Colorado Common Interest Ownership Act, C.R.S. § 38-33.3-101 *et seq.*, as amended (the "Act") or in the Declaration of Condominium (the "Declaration") for the Centre Pointe Station Condominiums.

**ARTICLE 3 - Duration**

The duration of the Association shall be perpetual. ✓

**ARTICLE 4 – Nonprofit Corporation**

The Association shall be a nonprofit corporation, without shares of stock. The Association does not contemplate pecuniary gain or profit, direct or indirect, to its members.

**ARTICLE 5 - Purposes and Powers of the Association**

The purpose of the Association shall be to govern and operate the condominium common interest community known as the "Centre Pointe Station Condominiums" (the "Community") located in the City and County of Denver, State of Colorado, in accordance with (i) the Act; (ii) the Colorado Revised Nonprofit Corporation Act; and (iii) the Declaration as recorded in the Office of the Clerk and Recorder for the City and County of Denver. The Association shall have all powers necessary or incident to such purposes, as set forth in the Declaration, the Act and the Colorado Revised Nonprofit Corporation Act including, without limitation, the following:

(A) To acquire, construct, manage, supervise, care for, operate, maintain, renew and protect all real and personal property and facilities, installations and appurtenances thereto within the Community and, insofar as permitted by law, to do any other thing that, in the opinion of the Executive Board of the Association, will promote the common benefit and enjoyment of the residents of the Community, and preserve and enhance the value of such properties of the members.

(B) To enforce any and all covenants, restrictions and agreements applicable to the Community, including but not limited to those set forth in the Declaration, as the same may be amended from time to time.

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(C) To prepare estimates and budgets of the costs and expenses of rendering these services and to perform, or contract or enter into agreements for the performance of such services and to apportion these estimated costs and expenses among the Unit Owners; and collect these costs and expenses from the Unit Owners obligated to assume or bear the same, all as set forth in the Declaration.

(D) To borrow money for Association purposes, pledging as security the income due from Unit Owners and from others, the property of the Association and the Common Elements of the Community.

(E) To promulgate restrictions and rules and regulations and agreements applicable to the Community for all purposes, including to regulate the use, maintenance, repair, replacement and modification of all property within the Community.

(F) To perform or cause to be performed all other and additional services and acts as are usually performed by managers or managing agents of real estate properties including, without limitation, keeping or causing to be kept, appropriate books and records, preparing and filing necessary reports and returns, and making or causing to be made audits of books and accounts.

(G) To engage or retain a manager or managing agent, legal counsel, auditors, accountants, appraisers and other persons or services that may be necessary for or incidental to any of the activities described in these Articles of Incorporation.

(H) To do and perform, or cause to be performed, all other necessary acts and services suitable or incidental to any of the foregoing purposes and objects to the fullest extent permitted by law, and to acquire, sell, mortgage, lease or encumber any real or personal property for these purposes.

(I) To promote the health, safety, welfare and common benefit of the residents of the Community and to act as attorney-in-fact for all Owners as more particularly provided in the Declaration and the Act.

(J) To do any and all permitted acts, and to have and to exercise any and all powers, rights and privileges which are granted to a Community, or to the Association under the Act, the Declaration, the Bylaws of the Association, and the State of Colorado.

(K) To eliminate or limit liability of members of the Executive Board, committees and officers to the greatest extent allowed by applicable Colorado law, and as more particularly provided in the Bylaws of the Association.

(L) To do any and all permitted acts, and to have and to exercise any and all powers, rights and privileges which are granted to a nonprofit corporation organized pursuant to the Colorado Revised Nonprofit Corporation Act, as the same may be amended from time to time.

The purposes and powers stated in each clause shall not be limited or restricted by reference to or inference from the terms or provisions of any other clause, but shall be broadly construed as independent purposes and powers. The Association shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of the Association.

## **ARTICLE 6 - Membership Rights and Qualifications**

Any person who holds title to a Unit in the Community shall be a member of the Association. There shall be one membership for each Unit owned within the Community, which membership shall be automatically transferred upon the conveyance of that Unit. The vote to which each membership is entitled is as set forth on Exhibit B to the Declaration and shall be cast in accordance with the Bylaws of the Association.

## **ARTICLE 7 - Principal Place of Business**

The Executive Board shall designate the principal place of business of the Association from time to time. The initial principal place of business shall be 4600 East Asbury Circle, #112, Denver, Colorado 80222.

## **ARTICLE 8 - Agent for Service**

The initial registered agent of the Association shall be James E. Jones at the registered address of 4600 East Asbury Circle, #112, Denver, Colorado 80222.

## **ARTICLE 9 – Executive Board**

The initial Executive Board shall consist of three persons. This number may be changed by a duly adopted amendment to the Bylaws to any odd number, except that in no event may the number of members of the Board be less than three. The names and addresses of the persons who shall serve as members of the Board until their successors shall be elected and qualified are as follows:

James E. Jones  
4600 East Asbury Circle, #112  
Denver, Colorado 80222

Robert V. Sherman  
3305 Moore Street  
Wheat Ridge, Colorado 80033

Steve R. Leonard  
4995 Paris Street  
Denver, Colorado 80239

The Declarant of the Community shall have additional rights and qualifications as provided under the Act and the Declaration, including the right to appoint members of the Executive Board during the Period of Declarant Control.

## **ARTICLE 10 - Amendment**

Amendment of these Articles shall require the assent of the Executive Board and at least sixty-seven percent (67.0%) of the votes in the Association present, in person or by proxy, or by written ballot, cast at a meeting of the members at which a quorum is present.

### ARTICLE 11 - Dissolution

In the event of the dissolution of this Association as a corporation, either voluntarily or involuntarily by the members hereof, by operation of law or otherwise, then the assets of the Association shall be deemed to be owned by the members at the date of dissolution, as a part of their Unit, in proportion to their allocated interests, unless otherwise agreed or provided by law. Dissolution of all assets of the Association shall be in accordance with the Act.

### ARTICLE 12 - Interpretation

Express reference is hereby made to the terms and provisions of the Declaration, which shall be referred to when necessary to interpret, construe or clarify the provisions of these Articles. In the event of conflict, the terms of the Declaration shall control over these Articles of Incorporation. In the event of a conflict between the Association's Bylaws and these Articles, these Articles shall control.

### ARTICLE 13 - Incorporator

The name and address of the incorporator is James E. Jones, 4600 East Asbury Circle, #112, Denver, Colorado 80222.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation this 2<sup>nd</sup> day of March, 2003.

  
\_\_\_\_\_  
James E. Jones

The name and mailing address of the individual who causes this document to be delivered for filing is James E. Jones, 4600 East Asbury Circle, #112, Denver, Colorado 80222.