

ARTICLES OF INCORPORATION  
OF  
WIND STREAM CONDOMINIUM ASSOCIATION, INC.

Table of Contents

	<u>Page</u>
<u>ARTICLE I - NAME AND LOCATION</u>	1
<u>ARTICLE II - PRINCIPAL OFFICE</u>	1
<u>ARTICLE III - REGISTERED AGENT</u>	1
<u>ARTICLE IV - PURPOSE AND POWERS OF ASSOCIATION</u>	1
<u>ARTICLE V - MEMBERSHIP</u>	4
<u>ARTICLE VI - VOTING RIGHTS</u>	5
<u>ARTICLE VII - BOARD OF DIRECTORS</u>	6
<u>ARTICLE VIII - DISSOLUTION</u>	6
<u>ARTICLE IX - OFFICERS</u>	7
<u>ARTICLE X - DURATION</u>	7
<u>ARTICLE XI - AMENDMENTS</u>	7
<u>ARTICLE XII - VA OR FHA APPROVAL</u>	7
<u>EXHIBITS</u>	
A - Phase I - Legal Description	9



# STATE OF COLORADO

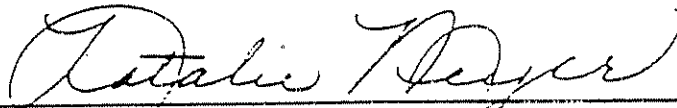
DEPARTMENT OF  
STATE

## 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 INCORPORATION TO WIND STREAM CONDOMINIUM ASSOCIATION, INC., A NONPROFIT CORPORATION.

Dated: APRIL 12, 1988

  
\_\_\_\_\_  
SECRETARY OF STATE

NONPROFIT

ARTICLES OF INCORPORATION  
OF

WIND STREAM CONDOMINIUM ASSOCIATION, INC.

FILED

APR 12 19

STATE OF COLORADO  
DEPARTMENT OF STATE

In compliance with the requirements of the Colorado Nonprofit Corporation Act, Section 7-20-101 through 7-29-106, C.R.S. 1973 as amended, the undersigned, who is of full age, for the purpose of forming a nonprofit corporation hereby certifies:

ARTICLE I

NAME

The name of the corporation is WIND STREAM CONDOMINIUM ASSOCIATION, INC., hereafter called the "Association."

ARTICLE II

PRINCIPAL OFFICE

The principal office of the Association is located at 359 Inverness Drive South, Suite K, Englewood, Colorado 80112.

ARTICLE III

REGISTERED AGENT

Tamara Eggen, whose address is 359 Inverness Drive South, Suite K, Englewood, Colorado 80112, is hereby appointed the initial registered agent of this Association, and such address shall be the registered address of this Association.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the Members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the Condominium Units and Common Elements within that certain tract of land

described on Exhibit A attached hereto and incorporated herein by this reference (the "Property") and to promote the health, safety and welfare of the residents within the Property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

(a) exercise all of the powers and privileges and perform all of the duties and obligations of the Association as set forth in that certain Condominium Declaration for Wind Stream Condominiums, hereinafter called the "Declaration," applicable to the Property, or a portion thereof, and recorded or to be recorded in the Office of the Clerk and Recorder of the County of Arapahoe, Colorado, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length (terms which are defined in the Declaration shall have the same meanings herein unless otherwise defined);

(b) fix, levy, collect, and enforce payment of any lawful means, all charges and assessments pursuant to the terms of the Declaration; pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes, or governmental charges levied or imposed against the property of the Association;

(c) acquire (by gift, purchase, or otherwise), 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, provided that no dedication and no conveyance, sale or transfer of all or substantially all of the assets of the Association shall be effective unless first approved by two-thirds (2/3) of each class of Members, as hereinafter described, and by all First Mortgagees of Condominium Units;

(d) borrow money, and with the assent of two-thirds (2/3) of each

class of Members and all First Mortgagees of Condominium Units, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) dedicate, sell, or transfer all or any part of the Common Elements to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the Members, and grant permits, licenses and easements over the Common Elements for public utilities, roads and/or other purposes consistent with the intended use of the Common Elements and reasonably necessary or useful for the proper maintenance or operation of the Project, provided that no such dedication, sale, or transfer shall be effective unless first approved by two-thirds (2/3) of each class of Members and by all First Mortgagees of Condominium Units, and provided further that the granting of permits, licenses and easements as provided herein shall not be deemed a transfer within the meaning of this subsection (e);

(f) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Elements, subject to the prior written approval of the Veterans Administration or the Federal Housing Administration of the U.S. Department of Housing and Urban Development until such time as the Class B membership has terminated, provided that any merger or consolidation shall have the assent of two-thirds (2/3) of each class of Members;

(g) manage, control, operate, maintain, repair, and improve the Common Elements;

(h) enforce covenants, restrictions, and conditions affecting any property to the extent this Association may be authorized under the Declaration;

(i) engage in activities which will actively foster, promote, and advance the common ownership interests of Owners;

(j) enter into, make, perform, or enforce contracts of every kind and description, and do all other acts necessary, appropriate, or advisable in carrying out any purpose of this Association, with or in association with any person, firm, association, corporation, or other entity or agency, public or private;

(k) adopt, alter, and amend or repeal such Bylaws as may be necessary or desirable for the proper management of the affairs of this Association, provided, however, that such Bylaws may not be inconsistent with or contrary to any provisions of these Articles of Incorporation or the Declaration; and

(l) have and exercise any and all powers, rights, and privileges which a corporation organized under the Colorado Nonprofit Corporation Act by law may now or hereafter have or exercise.

## ARTICLE V

### MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Condominium Unit which is now or hereafter subject by the Declaration to assessment, 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. Membership shall be appurtenant to and may not be separated from ownership of any Condominium Unit which is subject to assessment by the Association.

A transfer of membership, including all rights of any Owner with respect to the Common Elements, shall occur automatically upon the transfer of

title to the Condominium Unit to which the membership pertains. The Association may suspend the voting rights and any and all rights to use any recreational facilities for any period during which any Association assessment against such Owner or against such Owner's Condominium Unit remains unpaid, and, for any period not to exceed sixty (60) days, for failure to comply with rules and regulations of the Association. All Members shall be entitled to vote on all matters, except any Members who are in default of any obligations to the Association. Cumulative voting is prohibited.

## ARTICLE VI

### VOTING RIGHTS

The Association shall have two classes of voting membership.

Class A. Class A members shall be all Owners, with the exception of the Declarant, and shall be entitled to one vote for each Condominium Unit owned. When more than one person holds an interest in the same Condominium Unit all such Owners shall be members and the vote for such Condominium Unit shall be cast as the Owners thereof agree, but in no event shall more than one vote per question be cast with respect to such Condominium Unit. If the Owners of such Condominium Unit do not agree as to the manner in which their vote should be cast when called upon to vote, then they shall be treated as having abstained.

Class B. The Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each Condominium Unit owned which is neither leased, nor rented, nor otherwise occupied as a residence. Leasing, renting, or allowing entry for residential occupancy shall terminate the Declarant's weighted voting advantage in relation to any Condominium Unit so leased, rented, or occupied as a residence, and

shall limit Declarant in relation to any such Condominium Unit to the same voting rights as a Class A member. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

(a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or

(b) on January 1, 1989.

## ARTICLE VII

### BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of five (5) directors. Directors shall be Members which, in the case of Declarant, shall include the officers, directors and employees of Declarant, and in the case of other corporate Members shall include the officers and directors of each such corporate Member. The number of Directors may be changed by amendment of the Bylaws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
Darlene Stacie	359 Inverness Drive South, Suite K Englewood, Colorado 80112
Gene Bressler	359 Inverness Drive South, Suite K Englewood, Colorado 80112
Jonathan Vanderbilt	359 Inverness Drive South, Suite K Englewood, Colorado 80112
Richard W. Horrigan	359 Inverness Drive South, Suite K Englewood, Colorado 80112
Robert Tobias	359 Inverness Drive South, Suite K Englewood, Colorado 80112

At the first annual meeting of the Association, the Members shall

elect two directors for one-year terms, two directors for two-year terms, and one director for a three-year term, and at each annual meeting thereafter the Members shall elect the same number of Directors as there are Directors whose terms are expiring at the time of each election, for terms of two years.

#### ARTICLE VIII

##### DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of Members. 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 this Association was created. In the event such dedication is refused acceptance, such assets shall be granted, conveyed, and assigned to any nonprofit corporation, association, trust, or other organization to be devoted to such similar purposes.

#### ARTICLE IX

##### OFFICERS

The Board of Directors of the Association may appoint a President, one or more Vice-Presidents, a Secretary, a Treasurer, and such other officers as the Board, in accordance with the provisions of the Bylaws, believes will be in the best interests of the Association. The officers shall have such duties as may be prescribed in the Bylaws of the Association and shall serve at the pleasure of the Board of Directors.

#### ARTICLE X

##### DURATION

The corporation shall exist perpetually.

#### ARTICLE XI

AMENDMENTS

Amendment of these Articles shall require the assent of three-fourths (3/4) of the entire membership, provided, however, that no amendment to these Articles of Incorporation shall be contrary to or inconsistent with any provision of the Declaration.

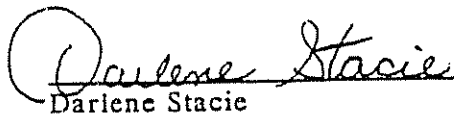
ARTICLE XII

VA OR FHA APPROVAL

As long as there is a Class B membership, the following actions will require the prior approval of the Veterans Administration or the Federal Housing Administration of the U.S. Department of Housing and Urban Development: annexation of additional properties, mergers and consolidations, mortgaging of Common Elements, dedication of Common Elements, dissolution and amendment of these Articles of Incorporation.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Colorado, the undersigned, constituting the incorporator of this Association, has executed these Articles of Incorporation this 27th day of April, 1988.

Address of Incorporator:  
359 Inverness Drive South, Suite K  
Englewood, Colorado 80112

  
\_\_\_\_\_  
Darlene Stacie

STATE OF COLORADO

ss.

COUNTY OF Arapahoe

The foregoing instrument was acknowledged before me this 7th

day of April, 1988, by Darlene Stacie.

WITNESS my hand and official seal.

My commission expires:

Tamara A. Swistak  
Notary Public

exp. 6-15-88

EXHIBIT A  
TO  
ARTICLES OF INCORPORATION  
OF  
WIND STRIAN CONDOMINIUM ASSOCIATION, INC.

PHASE 1:

A part of Lot 1, Block 1, COTTONWOOD HOLLOW, being in the NE-1/4, SW-1/4 Section 17, Township 4 South, Range 67 West of the 6th P.M., County of Arapahoe, State of Colorado, being more particularly described as follows:

Commencing at the Northeast corner of Lot 1, Block 1, COTTONWOOD HOLLOW, as filed in Arapahoe County records in Book 19 at Page 15; thence S 90°00'00"W (on an assumed basis of bearings), along the North line of said Lot 1, Block 1, a distance of 122.00 feet to the TRUE POINT OF BEGINNING; thence continuing S 90°00'00"W, along said North line, a distance of 111.50 feet; thence S 0°09'51"W, parallel with the East line of said Lot 1, Block 1, a distance of 43.70 feet; thence S 16°21'19"W a distance of 176.93 feet; thence S 0°05'51"W a distance of 31.12 feet; thence S 74°25'47"E, a distance of 169.09 feet; thence N 0°08'51"E, parallel with the East line of said Lot 1, Block 1, a distance of 140.03 feet to the TRUE POINT OF BEGINNING.



# 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 INCORPORATION TO WIND STREAM CONDOMINIUM ASSOCIATION, INC., A NONPROFIT CORPORATION.

Dated: APRIL 12, 1988

SECRETARY OF STATE