

Mailing address

(leave blank if same as street address)

(Street number and name or Post Office Box information)

(City) CO _____
(State) (ZIP Code)

(The following statement is adopted by marking the box.)

The person appointed as registered agent above has consented to being so appointed.

4. The true name and mailing address of the incorporator are

Name

(if an individual)

Willis W. Craig
(Last) (First) (Middle) (Suffix)

OR

(if an entity)

(Caution: Do not provide both an individual and an entity name.)

Mailing address

555 17th Street
(Street number and name or Post Office Box information)

Suite 3200

Denver CO 80202
(City) (State) (ZIP/Postal Code)

CO United States
(Province – if applicable) (Country)

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

The corporation has one or more additional incorporators and the name and mailing address of each additional incorporator are stated in an attachment.

5. (If the following statement applies, adopt the statement by marking the box.)

The nonprofit corporation will have voting members.

6. Provisions regarding the distribution of assets on dissolution:

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 that 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.

7. (If the following statement applies, adopt the statement by marking the box and include an attachment.)

This document contains additional information as provided by law.

8. (Caution: Leave blank if the document does not have a delayed effective date. Stating a delayed effective date has significant legal consequences. Read instructions before entering a date.)

(If the following statement applies, adopt the statement by entering a date and, if applicable, time using the required format.)

The delayed effective date and, if applicable, time of this document is/are _____.
(mm/dd/yyyy hour:minute am/pm)

Notice:

Causing this document to be delivered to the Secretary of State for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that the document is the individual's act and deed, or that the individual in good faith believes the document is the act and deed of the person on whose behalf the individual is causing the document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S., the constituent documents, and the organic statutes, and that the individual in good faith believes the facts stated in the document are true and the document complies with the requirements of that Part, the constituent documents, and the organic statutes. This perjury notice applies to each individual who causes this document to be delivered to the Secretary of State, whether or not such individual is named in the document as one who has caused it to be delivered.

9. The true name and mailing address of the individual causing the document to be delivered for filing are

Williams Kevin L
(Last) (First) (Middle) (Suffix)
555 17th Street
(Street number and name or Post Office Box information)
Suite 3200
Denver CO 80202
(City) (State) (ZIP/Postal Code)
United States
(Province – if applicable) (Country)

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

This document contains the true name and mailing address of one or more additional individuals causing the document to be delivered for filing.

Disclaimer:

This form/cover sheet, and any related instructions, are not intended to provide legal, business or tax advice, and are furnished without representation or warranty. While this form/cover sheet is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form/cover sheet. Questions should be addressed to the user's legal, business or tax advisor(s).

**ATTACHMENT TO
ARTICLES OF INCORPORATION FOR A NONPROFIT CORPORATION FOR
LOOKING GLASS OWNERS ASSOCIATION, INC.**

Section 6: A Description of the Distribution of Assets upon Dissolution

1. The Association may be dissolved with the assent given in writing and signed by the Owners to which at least sixty-seven percent (67%) of the votes in the Association are allocated. 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 that 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.

Section 7: Additional Information Pursuant to Section 7 of the Secretary of State Articles of Incorporation Form

1. In addition to its other powers, the Association may exercise all of the powers and privileges and perform all of the duties and obligations of the Association as set forth in that certain Master Declaration of Covenants, Conditions and Restrictions for Looking Glass Owners Association, Inc. (the "Declaration"), applicable to the Community and recorded or to be recorded in the Office of the Clerk and Recorder of Douglas County, Colorado, as the same may be amended, clarified and supplemented from time to time, 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).
2. The initial Board of Directors shall consist of two (2) members. The names and addresses of the persons who shall serve until the first election of Directors and until their successors are duly elected and qualified or appointed by Declarant are as follows:

<u>Name</u>	<u>Address</u>
Matthew P. Osborn	4100 E. Mississippi Ave., Ste. 500, Denver, CO 80246
Robert L. Eck, II	12650 W. 64th Ave., Unit E#274, Arvada, CO 80004

3. There shall be no personal liability, either direct or indirect, of any director or officer of the Association to the Association or its Members, for monetary damages for any breach(es) of fiduciary duty as a director or officer; except that this provision shall not eliminate the liability of a director or officer, to the Association or its Members, for monetary damages for any breach, act, omission or transaction as to which the Colorado Revised Nonprofit Corporation Act or CCIOA (each as in effect from time to time) expressly prohibits the elimination of liability. This provision is effective on the date of incorporation of the Association, and shall not eliminate or limit the liability of a director or officer to the Association or to its Members for monetary damages for any act or omission occurring prior to such date. However, this provision shall not limit the rights of directors or officers of the Association for indemnification or other assistance from the Association. Also, this

provision shall not restrict or otherwise diminish the provisions of Section 13-21-116(2)(b), Colorado Revised Statutes, as amended, or any other law that would limit or eliminate liabilities. Any repeal or modification of the foregoing provisions of this Article by the Members, or any repeal or modification of the provisions of the Colorado Revised Nonprofit Corporation Act which permits the limitation or elimination of liability of directors or officers, shall not adversely affect any elimination of liability, or any right or protection, for any breach, act, omission or transaction that occurred prior to the time of such repeal or modification.

4. The Association shall indemnify its directors and officers as now or hereafter required by the Colorado Revised Nonprofit Corporation Act or CCIOA, and may indemnify its directors, officers, and employees as otherwise permitted by law or as the Board of Directors may deem appropriate from time to time.
5. At any time after dissolution of the Association, the Board of Directors may reinstate the Association without action, approval or consent of the Members or Owners, unless such dissolution was done by the Owners as provided in Section 7.1, above.
6. These Articles of Incorporation may be amended with the approval of the votes of sixty-seven percent (67%) of a quorum of the Members at an annual or special meeting of the Members at which a quorum is present in person or by proxy; provided, however, that prior to automatic termination of the Special Declarant Rights, as provided in the Declaration, no amendment to these Articles of Incorporation shall be effective without the prior written approval of the Declarant. In addition, no amendment to these Articles of Incorporation shall be contrary to or inconsistent with any provision of the Declaration. Further, each amendment of these Articles of Incorporation enacted by the Members shall be applicable only to disputes, issues, events, circumstances, actions, claims or causes of action that arose out of circumstances or events that occurred after the date of filing of such amendment in the office of the Secretary of State of the State of Colorado; and no such amendment shall be applied retroactively to any earlier occurring disputes, issues, events, circumstances, actions, claims or causes of action.
7. Any action that has been or may be taken by the Declarant, the DRC, the Board, any Member, any director, any committee, or any other Person, may be taken “at any time, from time to time.” Each provision that authorizes, directs or permits action shall be deemed to include such language.
8. All actions which are taken by the Declarant, the DRC, the Board, any Member, any director, any committee, or any other Person, shall be deemed to be taken “in the sole discretion” of each of such parties.
9. In case of any conflict between the Declaration, these Articles of Incorporation or the Bylaws of the Association, and any Governing Document, the Declaration shall control. In the case of any conflict between these Articles of Incorporation, the Bylaws of the Association, and any Governing Document, these Articles of Incorporation shall control. In case of any conflict between the Bylaws of the Association and any Governing Document, other than the Declaration or these Articles of Incorporation, the Bylaws shall control.