

Articles of Incorporation

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF THE
TRAPPERS GLEN TOWNHOMES ASSOCIATION, INC.

The undersigned signs and acknowledges, for delivery to the Secretary of State of Colorado, these Amended and Restated Articles of Incorporation under the Colorado Revised Nonprofit Corporation Act.

RECITALS

The Trappers Glen Townhomes Association, Inc., a Colorado nonprofit corporation ("Association"), certifies to the Secretary of State of Colorado that:

1. By their signature below, the President and Secretary of the Board of Directors certify these Amended and Restated Articles of Incorporation received the requisite approval;
2. The provisions set forth in these Amended and Restated Articles of Incorporation supersede and replace the existing Articles of Incorporation and all amendments;
3. The Association desires to amend and restate its Articles of Incorporation currently in effect as set forth below and that the Articles of Incorporation of the Association are hereby amended by striking in their entirety Articles I through V, inclusive, and by substituting the following:

ARTICLE I
NAME

The name of the corporation shall be: The TRAPPERS GLEN TOWNHOMES ASSOCIATION, INC.

ARTICLE II
DURATION

The period of duration of this incorporation shall be perpetual.

ARTICLE III
DEFINITIONS

The definitions set forth in the Amended and Restated Declaration of Covenants, Conditions and Restrictions for the Trappers Glen Townhomes, as may be amended, ("Declaration") shall apply to all capitalized terms contained in these Articles, unless otherwise noted or the context provides otherwise.

ARTICLE IV
PURPOSES and POWERS

The purposes and powers for which the corporation is formed are as follows:

- A. To operate and manage the common interest community known as Trappers Glen Townhomes, a Planned Community, to be and constitute the Association to which reference is made in the Declaration recorded in the Office of the Clerk and Recorder of the County of Jefferson, State of Colorado, relating to the Project in the County of Jefferson, State of Colorado, and to perform all obligations and duties of the Association and to exercise all rights and powers of the Association, as specified therein;
- B. To provide an entity for the furtherance of the interests of the Owners in the Project;

- C. To maintain the Trappers Glen Townhomes as a community of the highest quality and value, and to enhance and protect the Project's value, desirability, and attractiveness;
- D. To perform all acts and services and exercise all powers and duties in accordance with the requirements for an association of owners charged with the administration of the Project under the terms of the Colorado Common Interest Ownership Act, as amended (the "Act"), as amended and applicable to common interest communities created prior to July 1, 1992, and as set forth in the Declaration;
- E. To act for and on behalf of the Members of the Association in all matters deemed necessary and proper for the protection, maintenance and improvement of the lands and improvements owned by the Members and this Association;
- F. To foster, promote, and advance the common ownership interests of the Owners;
- G. To provide for administration, maintenance, preservation, improvement and architectural review as contained in the Declaration;
- H. To eliminate or limit the personal liability of Directors to the Association or to the Members for monetary damages for breach of fiduciary duty, as allowed by law; and
- I. To do any and all permitted acts suitable or incidental to any of the foregoing purposes and powers to the fullest extent permitted by law, and do any and all acts that, in the opinion of the Board, will promote the common benefit and enjoyment of the occupants, residents, and Owners within the Trappers Glen Townhomes Community, and to have and exercise any and all powers, rights, and privileges which are granted under the Act, Declaration, Bylaws, and the laws applicable to a nonprofit corporation of the State of Colorado.

The foregoing statements of purpose shall be construed as a statement of both purposes and powers. 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 clause, but shall be broadly construed as independent purposes and powers.

ARTICLE V **BOARD OF DIRECTORS**

The business and affairs of the corporation shall be conducted and controlled by a Board of Directors. Members of the Board of Directors shall be elected in the manner determined by the Bylaws. All persons comprising the Board of Directors shall be Owners, except as provided in the Bylaws or Declaration.

ARTICLE VI **PRINCIPAL OFFICE AND REGISTERED AGENT**

The current principal office of the corporation shall be 12000 West Chenango Drive, Morrison, Colorado 80465. The current registered agent at such office shall be Vicki Erskine. The principal office and registered agent may change from time to time, by action of the Board of Directors.

ARTICLE VII **DISSOLUTION**

In the event of the dissolution of the Association as a corporation, either voluntarily or involuntarily by the Members, by operation of law, or otherwise, then the assets of the Association shall be distributed in accordance with the Colorado Revised Nonprofit Corporation Act.

ARTICLE VIII
AMENDMENTS

Amendments to these Articles of Incorporation shall require the assent of a majority of those Members present in person or via proxy at a duly held meeting of the Association, assuming a quorum is present; provided, however, that no amendment to the Articles of Incorporation shall be contrary to or inconsistent with any provisions of the Declaration.

ARTICLE IX
CONFLICT IN LEGAL DOCUMENTS

The terms and provisions of the Declaration are incorporated by reference when necessary to interpret, construe or clarify the provisions of these Articles. In case of conflicts between the provisions of the Declaration and these Articles of Incorporation, the Declaration shall control. In the case of conflicts between the provisions of these Articles of Incorporation and the Bylaws, these Articles of Incorporation shall control.

In Witness Whereof, the undersigned has signed these Amended and Restated Articles of Incorporation on this _____ day of _____, 200 ____.

**THE TRAPPERS GLEN
TOWNHOMES ASSOCIATION, INC.**
a Colorado nonprofit corporation

President

Secretary

The name and mailing address of the individual who causes this document to be delivered for filing, and to whom the Secretary of State may deliver notice if filing of this document is refused is: _____

STATE OF COLORADO)

)ss:

COUNTY OF JEFFERSON)

The forgoing was acknowledged before me this _____ day of _____, 200 ____.

Witness my hand and official seal.

Notary Public

My Commission Expires:

7

In Witness Whereof, the undersigned has signed these Amended and Restated Articles of Incorporation on this 22 day of April, 2009.

THE TRAPPERS GLEN
TOWNHOMES ASSOCIATION, INC.
a Colorado nonprofit corporation

Erin L. Lucas

President

Vicki A. Estep

Secretary

The name and mailing address of the individual who causes this document to be delivered for filing, and to whom the Secretary of State may deliver notice if filing of this document is refused is: Preston W. Bell

STATE OF COLORADO)

)ss:

COUNTY OF JEFFERSON)

The forgoing was acknowledged before me this 22nd day of April, 2009.

Witness my hand and official seal.

Kathi L. Paine
Notary Public
State of Colorado
Expires February 12, 2012

Kathi L. Paine

Notary Public

My Commission Expires: