

**ARTICLES OF INCORPORATION OF
SAWMILL CREEK CONDOMINIUM ASSOCIATION
(A Colorado Corporation Not For Profit)**

We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators in order to incorporate and establish a corporation pursuant to the Colorado Corporation Code, hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of the corporation is: **Sawmill Creek Condominium Association.**

ARTICLE TWO

The period of duration of its corporation is perpetual.

ARTICLE THREE

The purposes for which the Corporation is organized are as follows:

1. To govern the condominium property situate in the County of Summit, State of Colorado, known as Sawmill Creek Condominium units as described more fully in that certain Condominium Declaration for Sawmill Creek to be filed for record in Summit County, Colorado.
2. To take and hold by purchase, gift, bequest, devise, lease or assignment, either absolutely or in trust for any of its purposes, any property, real, personal or mixed, without limitation as to amount or value thereof, and, with the owner thereof, to exercise and enjoy all of the rights, powers and privileges of ownership to the same extent as a natural person might or could; to operate, use, manage, improve, mortgage, pledge, lease, assign, sell, transfer, convey or otherwise dispose of any such property, real, personal, or mixed; to invest and reinvest its funds, either principal or income, in any securities or property of whatsoever character deemed proper by its directors for such investment; and, generally, to employ, donate and expand, the property and funds of the corporation for the purposes contained in this paragraph and those other and further purposes stated more fully in the Condominium Declaration for Sawmill Creek.
3. To make, enter into and perform contracts of every kind and description, necessary, advisable or expedient in carrying out the purpose of the corporation, with any person, firm, association, corporation, municipality, body politic, district, county, state or other governmental unit.
4. To act as Trustee or attorney in fact for Condominium unit owners whenever so designated or authorized to do so by such owners, without termination due to death or disability of such owner as provided in 1963 C.R.S. 118-15-5.
5. To have one or more offices and to conduct and carry on any of its business at any place either within or without the State of Colorado, as may to determined by its Board of Directors.
6. In addition to the above, to do everything necessary, proper, advisable or convenient for the accomplishment of the purposes herein, and to do all other things incidental thereto, or connected

therewith, which are not forbidden by the Colorado Corporation Code, by any other law, or by these Articles of Incorporation or the Condominium Declaration for Sawmill Creek, and to do so in any state, territory, district, possession, dependency, or other political subdivision of the United States of America, or in any foreign country to the extent that such purposes are not forbidden by such subdivision of the United States or such foreign country.

ARTICLE FOUR

No member of the Association shall have any individual right, title or interest in the assets of the Corporation and, in the event of dissolution and termination of its activities, its assets shall be liquidated and its debts paid in full; and, after it has fully complied with the applicable provisions of the Colorado Corporation Code relating to dissolution, any remaining balance shall be transferred to any other corporation not for profit having one or more purposes in common with the purposes of this Corporation, and provided further that no part of any such funds shall inure to the benefit of any individual member.

ARTICLE FIVE

The management of the Corporation shall be vested in the Board of Directors and may be partially delegated by the Board of Directors to or among such committees as may be appointed by the Board of Directors from among its membership. The initial Board of Directors shall be established in Article VI infra until its successors are duly elected and qualified according to the By-Laws of the corporation. The initial Board shall consist of three members. The number of directors thereafter shall be fixed by the By-Laws of the corporation and said Board of Directors shall be empowered to appoint a managing agent.

ARTICLE SIX

The names and address of the original Board of Directors shall be:

NAME	ADDRESS
Gary D. Franz	1010 S. Kansas Avenue Liberal, Kansas 67901
Charles F. Claassen	4030 N.W. Briarcliff Rd. Kansas City, Missouri 64116
Dr. David Claassen	640 Jasmine Avenue Denver, CO 80220

ARTICLE SEVEN

No director or member of the Corporation shall receive any pecuniary profit from the Corporation or its operations, except reasonable compensation for services performed in effecting one or more of its purposes as such. Compensation may be set by the Board of Directors from time to time. No contract or other transaction between the corporation and any other person, firm, partnership, corporation, trust, joint venture, syndicate or other entity shall be in any way affected or invalidated solely by reason of the fact that any director, officer, or member of the corporation is pecuniarily or otherwise interested in or is a director, officer, shareholder, employee, fiduciary or member of any such entity or solely by reason of the fact that any director, officer or member of the corporation individually or any entity in which any director or officer is in any way interested in a contract or other transaction of the corporation.

ARTICLE EIGHT

The address of the initial registered office of the Corporation shall be 640 Jasmine Avenue, Denver, Colorado 80220, and the initial registered agent at that address shall be Dr. David Claassen

ARTICLE NINE

Membership in the Association shall be automatically awarded to each owner of an individual condominium air space unit, and voting of said members shall be regulated as provided for in the condominium declarations and the By-Laws.

ARTICLE TEN

The corporation, through its Board of Directors, shall make, adopt and maintain such By-Laws as it shall deem proper for the management of the business and internal affairs of the corporation, and may alter and amend same from time to time.

ARTICLE ELEVEN

The name and address of each incorporator is:

Name	Address
Gary D. Franz	1010 S. Kansas Avenue Liberal, Kansas 67901
Charles F. Claassen	4030 N.W. Briarcliff Road Kansas City, Missouri 64116
Dr. David Claassen	1816 High Street-Denver, Colorado

ARTICLE TWELVE

These Articles of Incorporation may be amended from time to time in the manner permitted by the laws of the State of Colorado then in effect.

IN WITNESS WHEREOF, we have hereunto set our hands and seals at Kansas City, Mo. this 15th day of January, 1981.

[Signed] Gary D. Franz
 Charles F. Claassen
 Dr. David Claassen

STATE OF MISSOURI) ss.
 COUNTY OF CLAY)

On this 15 day of January, 1981, before me, MICHAEL P. KELEHER, a Notary Public, personally appeared GARY D. FRANZ, CHARLES F. CLAASSEN, and DR. DAVID CLAASSEN, known to me to be the persons who executed the above and foregoing as their own free acts and deeds.

MICHAEL P. KELEHER, Notary Public
 My Commission Expires: 4-18-81
 (SEAL)

Note: In this filing is also found a Secretary of State form called "Statement of Change of Registered Office or Resident Agent or Both" establishing Rick Glover, of P.O. Box 2009, Breckenridge, Colorado 80424 as the registered agent, and the address of the registered office as the same. This is signed by Larry A. Engle, President and is date stamped January 23, 1984.