

The undersigned persons acting as incorporators of a corporation under the Colorado Nonprofit Corporation Act, sign, and, acknowledge the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is CEDAR SPRINGS IMPROVEMENT ASSOCIATION.

SECOND: The period of its duration is Perpetual.

THIRD: The purpose or purposes for which the corporation is organized:

1. To operate, maintain roads, utilities, easements, water supply systems, sewage disposal systems, recreational facilities, lodges and buildings for the members and their guests, recreation and instruction of all kinds; to furnish and equip such facilities, to buy, sell, lease and exchange or encumber any and all real and/or personal property which may be necessary, advantageous or proper to carry out the objectives or purposes of the corporation and to provide the facilities for roads, water systems, sewage disposal systems, recreational, civic and community projects and diversions of all kinds and descriptions for the health, welfare, entertainment and convenience of the members of the corporation and their guests.

2. To accept contributions and donations to the association for the improvement of the recreational facilities and the general civic good and community betterment of the individuals and groups; to make donations and contributions to charitable organizations and to assist in their charitable work.

3. To exercise all power and authority as may be necessary and/or proper to carry out the objectives and purposes above specified.

4. To borrow money and to make, issue, negotiate and deliver promissory notes, debentures, bonds and other securities or evidences of indebtedness, and to secure payment thereof by mortgage, pledge or other encumbrance upon all or any part of the property or assets.

5. To buy, sell, convey, transfer and encumber or otherwise acquire or dispose of in any manner and to lease such real or personal property as the board of directors may deem necessary and/or proper.

FOURTH: The address of the initial registered office of the corporation is 1635 West Florida Avenue, Denver, Colorado, 80223 (Denver County) and the name of its initial registered agent at such address is William E. Kling

FIFTH: Address of the principal office (Same as Registered Office, shown above.)

SIXTH: The number of directors constituting the initial board of directors of the corporation is Three (3), and the names and addresses of the persons who are to serve as the initial directors are: (at least 3)

NAME	ADDRESS
<u>WILLIAM E. KLING</u>	<u>1635 West Florida Avenue, Denver, Colorado, 80223.</u>
<u>EDWARD M. POTTER</u>	<u>7063 East Eastman Avenue, Denver, Colorado, 80222</u>
<u>JOHN E. KOCHENBURGER</u>	<u>First National Bank Bldg., Fort Collins, Colorado, 80521</u>



219114

ARTICLES OF INCORPORATION

CEDAR SPRINGS IMPROVEMENT ASSOCIATION

NOT FOR PROFIT  
DOMESTIC

Filed in the office of the Secretary of  
State, of the State of Colorado, on the  
26th day of May A. D. 1970

BYRON A. ANDERSON  
Secretary of State

Filing Clerk Sunahara Fees \$10  
Old Age Pension Fund \_\_\_\_\_

This document has been inspected  
and properly Entered on the Re-  
cords of The Flat Tax Department.

*OK*  
Date May 27, 1970  
*[Signature]* Clerk

RECORDED  
ROLL 154 PAGE 455

STATE OF COLORADO )  
County of Denver ) ss.

I, Edward Collins II, a Notary Public in and for the County of DENVER, State of Colorado, do hereby certify that Edward M. Potter, who is personally known to be the person whose name is signed hereto and who executed the foregoing Articles of Incorporation of Cedar Springs Improvement Association, appeared before me this 21 day of MAY, 1970, in person and severally acknowledged that he executed and signed the said Articles of Incorporation as his free and voluntary act and for the uses and purposes herein set forth.

Edward Collins II  
Notary Public

My Commission expires Feb. 25, 1974

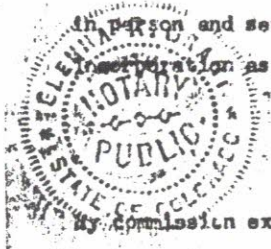


STATE OF COLORADO )  
County of Larimer ) ss.

I, Glenna R. Grant, a Notary Public in and for the County of Larimer, State of Colorado, do hereby certify that John E. Kochenburger, who is personally known to be the person whose name is signed hereto and who executed the foregoing Articles of Incorporation of Cedar Springs Improvement Association, appeared before me this 25<sup>th</sup> day of May, 1970, in person and severally acknowledged that he executed and signed the said Articles of Incorporation as his free and voluntary act and for the uses and purposes herein set forth.

Glenna R. Grant  
Notary Public

My Commission expires May 1, 1973



(SEAL)

Mail to: Secretary of State  
Corporations Section  
1560 Broadway, Suite 200  
Denver, CO 80202  
(303) 894-2251  
Fax (303) 894-2242

For office use only 015  
RECEIVED  
9981124031 M  
25.00  
SECRETARY OF STATE  
07-07-1998 16:04:14  
FILED  
VICTORIA BUCKLEY  
COLORADO SECRETARY OF STATE

Please include a typed self-addressed envelope

MUST BE TYPED  
FILING FEE: \$25.00  
MUST SUBMIT TWO COPIES

*DNX 19871219114*

ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION  
FOR A COLORADO NONPROFIT CORPORATION

19981132357 M  
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07-07-1998 15:27:56

*revised*

Pursuant to the provisions of the Colorado Nonprofit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is Cedar Springs Improvement Assoc.  
(If this is a change of name amendment, the name to be typed is the corporate name before this amendment is filed.)

SECOND: The following amendment to the Articles of Incorporation was adopted on the  
20th day of June, 1998, in the manner prescribed by the Colorado Nonprofit Corporation Act, according to the procedure marked with an X below:

\_\_\_\_\_ a quorum of members was present at such meeting, and the amendment received at least two-thirds of the votes which members present or represented by proxy were entitled to cast.

X such amendment was adopted by a consent in writing signed by all members entitled to vote with respect thereto.

\_\_\_\_\_ there are no members, or no members entitled to vote thereon, such amendment received the vote of a majority of the directors in office.

Signature *M. Richard Miller*  
Its \_\_\_\_\_ President

and

Signature *Bon Hentz*  
Its \_\_\_\_\_ Secretary

COMPUTER UPDATE COMPLETE  
BE

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Paragraph Fourth of the original Articles of Incorporation are hereby amended and stated as follows: The address of the initial registered office of the corporation is 759 Palisade Mountain Drive, P.O. Box 8, Drake, Colorado 80515 and the name of its initial registered agent at such address is Donald G. Wagner.

Paragraph Sixth of the original Articles of Incorporation are hereby amended and stated as follows: The number of directors constituting the Board of Directors of the corporation is five. There should be a president, vice-president, secretary, treasurer, and director at large.

If these amendments are to have a delayed effective date, please list that date:           N/A            
(Not to exceed ninety (90) days from the date of filing)

CEDAR SPRINGS IMPROVEMENT ASSOCIATION

BY: *M. Richard Miller*  
M. Richard Miller - President

BY: *Ronald J. Hentges*  
Ronald J. Hentges - Secretary