

**CHANGE OF
R.O.R.A.**

**CHANGE OF
NAME**

ARTICLES OF AMENDMENT

TO CHANGE CORPORATE NAME

FROM 20021142320 M
COLUMBINE KNOLLS SOUTH HOMEOWNERS' ASSOCIATION
TO SECRETARY OF STATE
COLUMBINE KNOLLS SOUTH/ESTATES HOMEOWNERS' ASSOCIATION 05-28-2009 14:30:14

AND TO AMEND AND RESTATE ARTICLES OF INCORPORATION

The undersigned signs and acknowledges, for delivery in duplicate to the Secretary of State of Colorado, these Articles of Amendment to Change Corporate Name and to Amend and Restate Articles of Incorporation under the Colorado Revised Nonprofit Corporation Act.

—RECITALS

Columbine Knolls South Homeowners' Association, a Colorado nonprofit corporation ("Association"), certifies to the Secretary of State of Colorado that:

By their signature below, the President and Secretary of the Board of Directors certify as follows:

1. The Board of Directors of the Columbine Knolls South Homeowners' Association approved amending its Articles of Incorporation to change its name to add a geographical attribution ("Estates") pursuant to C.R.S. § 7-130-102(d), so that the new name of the corporation shall be Columbine Knolls South/Estates Homeowners' Association.

2. The Amended and Restated Articles of Incorporation attached hereto received the approval of at least a majority of a quorum of the Members, voting in person or by proxy, at a regular or special meeting of the Members;

The provisions set forth in these Amended and Restated Articles of Incorporation supersede and replace the existing Articles of Incorporation and all amendments;

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 the First through Sixth Articles, inclusive, and by substituting the following:

ARTICLE 1.

NAME

The name of this corporation is Columbine Knolls South/Estates Homeowners' Association (the "Association").

**ARTICLE 2.
DURATION**

The duration of the Association shall be perpetual.

**ARTICLE 3.
DEFINITIONS**

The definitions set forth in the Amended, Restated and Consolidated Protective Covenants for Columbine Knolls South and Chatfield Estates (the "Protective Covenants"), as amended, shall apply to all capitalized terms contained in these Articles, unless otherwise noted.

**ARTICLE 4.
NONPROFIT**

The Association shall be a nonprofit corporation, without shares of stock.

**ARTICLE 5.
PURPOSES AND POWERS OF ASSOCIATION**

The purposes for which the Association is formed are as follows:

(a) To operate and manage the common interest community known as "Columbine Knolls South/Estates," a planned community, and to operate and manage the Property and Association easement areas included within the Community situated in Jefferson County, State of Colorado, subject to the Protective Covenants, Plats, Maps, Bylaws and such Rules and Regulations as the Board of Directors may from time to time adopt, for the purposes of enhancing and preserving the value of the Property;

(b) To maintain Columbine Knolls South/Estates as a community of the highest quality and value, and to enhance and protect the property's value, desirability and attractiveness;

(c) 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 Property under the terms of the Colorado Common Interest Ownership Act, as amended (the "Act") and as applicable to common interest communities created prior to July 1, 1992, and as set forth in the Protective Covenants;

(d) 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;

(e) To provide for the administration, maintenance, preservation, improvement and architectural review as contained in the Protective Covenants;

(f) To promote, foster and advance the health, safety and welfare of the residents;

(g) To eliminate or limit the personal liability of directors and any person serving, without compensation, at the request of the Association, to the Association or to the owners for monetary damages for breach of fiduciary duty, as allowed by law; and

(h) To do any and all permitted acts suitable or incidental to any of the foregoing purposes and objects 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 within the Columbine Knolls South/Estates community, and to have and to exercise any and all powers, rights and privileges which are granted under the Act, the Protective Covenants, 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 other clause, but shall be broadly construed as independent purposes and powers. The Association shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of the Association.

ARTICLE 6.

MEMBERSHIP RIGHTS AND QUALIFICATIONS

There shall be one (1) membership for each Membership Lot owned on which annual dues are paid as provided in the Bylaws within the community. The authorized number and qualifications of Members of the Association, the voting and other rights and privileges of Members, Members' liability for payment of dues shall be contained in the Protective Covenants and/or Bylaws of the Association.

ARTICLE 7.

PRINCIPAL OFFICE AND REGISTERED AGENT

The current principal office of the Association is P.O. Box 620271, Littleton, CO 80162. The current registered agent of the Association is Orten & Hindman, P.C. at the registered address of 11901 W. 48th Ave., Wheat Ridge, Colorado 80033-2166. The principal office and the registered agent and office of the Association may change from time to time, by action of the Board of Directors.

ARTICLE 8.
BOARD OF DIRECTORS

The business and affairs of the Association shall be conducted, managed and controlled by a Board of Directors. The Board of Directors may consist of any number between three (3) and nine (9) persons. The exact number of Directors may be changed by a duly adopted resolution of the Board.

ARTICLE 9.
AMENDMENT

Amendment of these Articles shall require the assent of at least a majority of a quorum of the Members, voting in person or by proxy, at a regular or special meeting of the Members; *provided, however*, that no amendment to these Articles of Incorporation shall be contrary to or inconsistent with the provisions of the Protective Covenants.

ARTICLE 10.
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 deemed to be owned by the Members at the date of dissolution.

ARTICLE 11.
INTERPRETATION

The terms and provisions of the Protective Covenants are incorporated by reference when necessary to interpret, construe or clarify the provisions of these Articles. In the event of conflict, the terms and provisions of the Protective Covenants shall control over these Articles of Incorporation.

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IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation in duplicate this 29 day of May, 2002.

**COLUMBINE KNOLLS SOUTH/ESTATES
HOMEOWNERS' ASSOCIATION,**
a Colorado nonprofit corporation,



President

Rachelle M. Hofster

Secretary

**ARTICLES OF AMENDMENT
TO THE
AMENDED AND RESTATED ARTICLES OF INCORPORATION
FOR
COLUMBINE KNOLLS SOUTH/ESTATES HOMEOWNERS' ASSOCIATION
(A Nonprofit Corporation)**

Pursuant to § 7-130-105, Colorado Revised Statutes (C.R.S.), the individual named below causes these Articles of Amendment to the Articles of Incorporation to be delivered to the Colorado Secretary of State for filing, and states as follows:

1. The entity name of the nonprofit corporation is Columbine Knolls South/Estates Homeowners' Association.
2. Addition. The following Article 12 is hereby added:

**ARTICLE 12
AMENDMENT OF THE PROTECTIVE COVENANTS**

The Protective Covenants may be amended during the initial 30 term (as set forth in the Protective Covenants) with consent of a majority of the Owners of Lots, and thereafter, as set forth in the Protective Covenants.

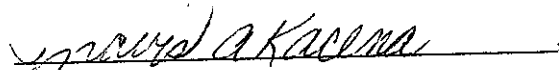
3. By their signature below, the President and Secretary of the Board of Directors certify these Articles of Amendment to the Articles of Incorporation received the assent of at least a majority of a quorum of the Members, voting in person or by proxy, at a regular or special meeting of the Members.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Amendment to the Articles of Incorporation on this 8th day of March, 2007.

**COLUMBINE KNOLLS SOUTH/ESTATES
HOMEOWNERS' ASSOCIATION,
a Colorado nonprofit corporation,**



President



Secretary