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### Articles of Incorporation for a Nonprofit Corporation

filed pursuant to §7-90-301, et seq. and §7-122-101 of the Colorado Revised Statutes (C.R.S)

1. Entity name:

The Pinnacle at City Park South Homeowners Association, Inc.

*(The name of a nonprofit corporation may, but need not, contain the term or abbreviation "corporation", "incorporated", "company", "limited", "corp.", "inc.", "co." or "Ltd." §7-90-601, C.R.S.)*

2. Use of Restricted Words *(if any of these terms are contained in an entity name, true name of an entity, trade name or trademark stated in this document, mark the applicable box):*

- "bank" or "trust" or any derivative thereof  
 "credit union"  "savings and loan"  
 "insurance", "casualty", "mutual", or "surety"

3. Principal office street address:

1855 Blake Road

*(Street name and number)*

Suite 200

Denver

*(City)*

CO

*(State)*

80202

*(Postal/Zip Code)*

United States

*(Country - if not US)*

*(Province - if applicable)*

4. Principal office mailing address:  
 (if different from above)

*(Street name and number or Post Office Box information)*

*(City)*

*(State)*

*(Postal/Zip Code)*

*(Province - if applicable)*

*(Country - if not US)*

5. Registered agent: (if an individual):

*(Last)*

*(First)*

*(Middle)*

*(Suffix)*

**OR** (if a business organization):

Corporation Service Company

6. The person appointed as registered agent in the document has consented to being so appointed.

7. Registered agent street address:

1560 Broadway

*(Street name and number)*

Denver

*(City)*

CO

*(State)*

80202

*(Postal/Zip Code)*

8. Registered agent mailing address:  
(if different from above)

\_\_\_\_\_  
*(Street name and number or Post Office Box information)*

\_\_\_\_\_  
*(City) (State) (Postal/Zip Code)*

\_\_\_\_\_  
*(Province - if applicable) (Country - if not US)*

9. If the corporation's period of duration is less than perpetual, state the date on which the period of duration expires:

\_\_\_\_\_  
*(mm/dd/yyyy)*

10. (Optional) Delayed effective date:

\_\_\_\_\_  
*(mm/dd/yyyy)*

11. Name(s) and address(es) of incorporator(s): (if an individual);

**Osmundson Brad J.**  
*(Last) (First) (Middle) (Suffix)*

**OR** (if a business organization):

**10350 Bren Road West**  
*(Street name and number or Post Office Box information)*

**Minnetonka MN 55343**  
*(City) (State) (Postal/Zip Code)*

**United States**  
*(Province - if applicable) (Country - if not US)*

(if an individual)

\_\_\_\_\_  
*(Last) (First) (Middle) (Suffix)*

**OR** (if a business organization)

\_\_\_\_\_  
*(Street name and number or Post Office Box information)*

\_\_\_\_\_  
*(City) (State) (Postal/Zip Code)*

**United States**  
*(Province - if applicable) (Country - if not US)*

(if an individual)

\_\_\_\_\_  
*(Last) (First) (Middle) (Suffix)*

**OR** (if a business organization)

\_\_\_\_\_  
*(Street name and number or Post Office Box information)*

\_\_\_\_\_  
*(City) (State) (Postal/Zip Code)*

**United States**  
*(Province - if applicable) (Country - if not US)*

(If more than three incorporators, mark this box  and include an attachment stating the names and addresses of all incorporators.)

12. The nonprofit corporation is formed under the Colorado Revised Nonprofit Corporation Act.
13. The corporation will  **OR** will not  have voting members.
14. A description of the distribution of assets upon dissolution is attached.
15. Additional information may be included pursuant to §7-122-102, C.R.S. and other organic statutes. If applicable, mark this box  and include an attachment stating the additional information.

**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.

16. Name(s) and address(es) of the individual(s) causing the document to be delivered for filing:

Palmersheim	Diane		
<i>(Last)</i>	<i>(First)</i>	<i>(Middle)</i>	<i>(Suffix)</i>
c/o Opus Corporation Legal Dept.			
<i>(Street name and number or Post Office Box information)</i>			
10350 Bren Road West			
Minnetonka	MN	55343	
<i>(City)</i>	<i>(State)</i>	<i>(Postal/Zip Code)</i>	
United States			
<i>(Province – if applicable)</i>		<i>(Country – if not US)</i>	

*(The document need not state the true name and address of more than one individual. However, if you wish to state the name and address of any additional individuals causing the document to be delivered for filing, mark this box  and include an attachment stating the name and address of such individuals.)*

**Disclaimer:**

This form, and any related instructions, are not intended to provide legal, business or tax advice, and are offered as a public service without representation or warranty. While this form 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. Questions should be addressed to the user's attorney.

**ARTICLES OF INCORPORATION  
OF  
THE PINNACLE AT CITY PARK SOUTH  
HOMEOWNERS ASSOCIATION, INC.**

(A COLORADO NONPROFIT CORPORATION)

The undersigned hereby signs and acknowledges, for delivery in duplicate to the Secretary of State of Colorado, these Articles of Incorporation pursuant to the Colorado Revised Nonprofit Corporation Act.

**ARTICLE 1 -- Name**

The name of the corporation is The Pinnacle at City Park South Homeowners Association, Inc ("Association").

**ARTICLE 2 -- Duration**

The duration of the Association shall be perpetual.

**ARTICLE 3 -- Principal Office**

The address of the Association's initial principal office shall be 1855 Blake Road, Suite 200, Denver, CO 80202.

**ARTICLE 4 -- Nonprofit**

The Association does not contemplate pecuniary gain or profit, direct or indirect, to its members, and shall be a nonprofit corporation without shares. Members may be reimbursed for out-of-pocket expenses incurred in carrying out duties on behalf of the Association.

**ARTICLE 5 -- Members**

The Association shall have voting members. The members of the Association (the "Members") are those persons described as Members in the Bylaws of the Association.

**ARTICLE 6 -- Management**

The affairs of the Association shall be managed by the Board of Directors of the Association as provided in, and in accordance with, the Bylaws of the Association.

**ARTICLE 7 -- Board of Directors**

The initial Board of Directors shall consist of three persons, and this number may be changed by a duly adopted amendment to the Bylaws, except that in no event may the number of directors be less than three. The names and addresses of the persons who shall serve as directors until their successors shall be elected and qualified are as follows:

David J. Menke  
10350 Bren Road West  
Minnetonka, MN 55343

Scott Menefee  
1855 Blake Road, Suite 200  
Denver, CO 80202.

David Einfeldt  
1855 Blake Road, Suite 200  
Denver, CO 80202.

**ARTICLE 8 -- Personal Liability of Directors**

The members of the Board of Directors shall not be personally liable to the Association or to its members for monetary damages for breach of fiduciary duty as a director; except that the foregoing shall not eliminate or limit the liability of a Director for: any breach of the Director's duty of loyalty to the Association or its members; acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; acts specified in Colorado Revised Statutes Sections 7-128-403 and 7-128-501; and any transaction from which the Director derived an improper personal benefit.

**ARTICLE 9 - - Indemnification of Directors**

Except for personal liability of a director pursuant to Article 8 above, and unless otherwise limited by the Colorado Common Interest Ownership Act, the Declaration of Condominium for The Pinnacle at City Park South, or the Bylaws of the Association, the Directors shall be indemnified by the Association for any loss, damage, cost or expense incurred in the performance of their duties to the Association, including attorneys fees and costs, to the maximum extent permitted by law.

**ARTICLE 10 -- Registered Agent and Address**

The initial registered agent of the Association shall be Corporation Service Company at the registered address of One Civic Center Plaza, 1560 Broadway, Denver, CO 80202.

**ARTICLE 11 -- Incorporator**

The name and address of the incorporator is:

Brad J. Osmundson  
10350 Bren Road West  
Minnetonka, MN 55343

**ARTICLE 12 -- Distribution on Dissolution**

The assets of the Association, if any, in the process of dissolution shall be applied and distributed as provided in the Colorado Common Interest Ownership Act, Colorado Revised Statutes Section 38-33.3-218, as amended.

**ARTICLE 13 -- Amendment**

These Articles may be amended as provided in the Colorado Revised Nonprofit Corporation Act, Colorado Revised Statute Title 7, Article 130, as amended.

*The name and mailing address of the individual who caused 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:*

Diane Palmersheim  
Opus Corporation Legal Department  
10350 Bren Road West  
Minnetonka, MN 55343