



STATE OF COLORADO

DEPARTMENT OF
STATE

CERTIFICATE

I, VICTORIA BUCKLEY, Secretary of State of the State of Colorado hereby certify that ACCORDING TO THE RECORDS OF THIS OFFICE,

PINE GROVE PATIO HOMES ASSOCIATION
(COLORADO NONPROFIT CORPORATION)

BECAME INCORPORATED UPON FILING ARTICLES OF INCORPORATION
DATED 12/08/95.

Dated: DECEMBER 07, 1995

Victoria Buckley

SECRETARY OF STATE

GUNNISON COUNTY CLERK'S OFFICE
4775
12/10/95

NONPROFIT

ARTICLES OF INCORPORATION
PINE GROVE PATIO HOMES ASSOCIATION

Know all men by these presents, that the undersigned, acting as incorporator, hereby establishes a corporation pursuant to the Colorado Nonprofit Corporation Act and adopts the following Articles of Incorporation:

ARTICLE I
Name of Corporation

951150383 M \$50.00
SECRETARY OF STATE
12-08-95 13:37

The name of the corporation shall be:

Pine Grove Patio Homes Association

ARTICLE II
Period of Duration

The corporation shall have perpetual existence, unless dissolved according to law.

ARTICLE III
Purposes

The corporation is established not for profit and the objects and purposes for which the corporation is organized and the nature of the business to be conducted by it shall be:

3.1 To constitute the Association to which reference is made in the Condominium Declaration for Pine Grove Patio Homes.

3.2 To exercise all powers and to administer, manage, and govern Pine Grove Patio Homes, governed by the Condominium Declaration for Pine Grove Patio Homes, including all powers granted to the Association under said Condominium Declaration.

3.3 To own, administer and maintain all property, whether real or personal or interests therein, for the use and benefit of all unit owners within Pine Grove Patio Homes Condominiums.

ARTICLE IV
Powers

The corporation shall have and may exercise all powers conferred upon a nonprofit corporation under the Colorado Nonprofit Corporation Act and, if applicable, the Colorado Common Interest Ownership Act, as they now exist and as they may hereafter be amended from time to time.

COMPUTER UPDATE COMPLETE

ARTICLE V
Membership

The corporation shall have members and the membership shall be constituted as follows:

5.1 The owner of a condominium unit in Pine Grove Patio Homes, upon becoming such owner, shall be entitled and required to be a member of the corporation and shall remain a member for the period of ownership of the condominium unit.

5.2 There shall be one membership in the corporation for each condominium unit. Such membership shall be appurtenant to the condominium unit and shall be transferred automatically by the conveyance of the condominium unit to a new owner.

5.3 Each membership in the corporation shall be entitled to one vote, and in the event the membership is held by more than one owner, the vote must be cast only as a single vote and split or divided votes of membership shall not be allowed.

5.4 The terms and conditions of membership in the corporation shall be as set forth in these Articles of Incorporation, the Bylaws of the corporation and the Condominium Declaration for Pine Grove Patio Homes.

ARTICLE VI
Board of Directors

6.1 The business and affairs of the corporation shall be managed by a board of directors, also known as an executive board under the Colorado Common Interest Ownership Act.

6.2 The initial Board of Directors shall consist of two (2) persons. Thereafter, the number of directors shall be determined by or in the manner provided in the Bylaws.

6.3 The persons comprising the initial Board of Directors and their names and addresses are as follows:

Name	Address
Lawrence L. Blatt	736 Camino Del Rio Gunnison, Colorado 81230
Annie E. Blatt	736 Camino Del Rio Gunnison, Colorado 81230

6.4 Notwithstanding any other provision of these Articles of Incorporation, Blatt Drywall, Inc., a Colorado corporation, as the Declarant of the common interest community known as Pine Grove Patio Homes, its successors and assigns, shall

have the right to appoint the members of the Board of Directors (who need not be members of the corporation or owners of condominium units) during the period of Declarant control, all as set forth in the Condominium Declaration for Pine Grove Patio Homes.

ARTICLE VII Indemnification

The corporation shall indemnify the officers and directors of the corporation to the full extent permitted by the statutes of the State of Colorado.

ARTICLE VIII Limitation of Liability

8.1 The personal liability of a director to the corporation or its members for monetary damages for breach of a fiduciary duty as a director or officer is limited to the full extent provided by the statutes of the State of Colorado.

8.2 Directors shall not be liable for actions taken or omissions made in the performance of corporate duties except for wanton and willful acts or omissions.

ARTICLE IX Bylaws

The initial Bylaws of the corporation shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws shall be vested in the Board of Directors.

ARTICLE X Registered Office and Agent

The address of the initial registered office of the corporation is 736 Camino Del Rio, Gunnison, Colorado 81230, and the name of its initial registered agent at such address is Lawrence L. Blatt.

ARTICLE XI Distribution of Assets on Dissolution

Upon dissolution of the corporation, its assets shall be applied and distributed as follows:

11.1 First, to pay and discharge all liabilities and obligations of the corporation.

11.2 Second, to return, transfer or convey any assets as required by the provisions of Section 7-26-103, C.R.S. or as the same may be subsequently amended or modified.

11.3 Third, all remaining assets of the corporation shall be distributed to its members in proportion to each member's ownership in the common ele-

ments of Pine Grove Patio Homes.

ARTICLE XII
Incorporator

The name and address of the incorporator are:

Name

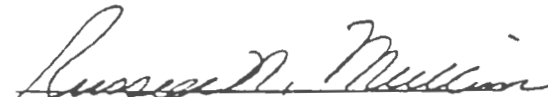
Address

Russell N. Mullins

121 North Taylor Street
Gunnison, Colorado 81230

Dated: December 6, 1995.

Incorporator:


Russell N. Mullins