

The Stanton Hill Homeowners Association Manual

September 15, 2006

Articles of Incorporation

By-Laws

***Declarations: Covenants, Conditions, and
Restrictions (CCR's)***

Design Standards & Procedures

Committee:

Howard Canode

Lee Brodie

Morrie Howland

Megan Klem

ARTICLES

OF

INCORPORATION

The Stanton Hill Homeowners Association

AMENDED AND RESTATED

ARTICLES OF INCORPORATION
OF
THE STANTON HILL HOMEOWNERS ASSOCIATION
(A Colorado Nonprofit Corporation)

The undersigned Incorporator hereby establishes a nonprofit corporation pursuant to the Colorado Revised Nonprofit Corporation Act, and adopts the following Articles of Incorporation.

ARTICLE ONE - NAME: The name of the corporation is THE STANTON HILL HOMEOWNERS ASSOCIATION ("Association"), located in the Estates at Belmar Park Subdivision; Lakewood, Colorado, 80226.

ARTICLE TWO - DURATION: The Association shall exist in perpetuity from the date of the filing of these Articles of Incorporation with the Secretary of State for the State of Colorado, unless dissolved according to Colorado law.

ARTICLE THREE - PRINCIPAL OFFICE, REGISTERED OFFICE AND REGISTERED AGENT: The principal office for the transaction of the business of Association shall be located at 8025 West Ford Drive; Lakewood, Colorado; 80226; Christina Snyder, President; The Stanton Hill Homeowners Association.

ARTICLE FOUR - PURPOSES OF THE ASSOCIATION: The purposes for which the Association is formed are: (a) to promote the welfare, and be for the common benefit of the Owners of the Planned Community and Members of the Association; (b) be and constitute the Association to which reference is made in THE DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS OF STANTON HILL ("Declaration") recorded or to be recorded against the Planned Community in the Jefferson County, Colorado records; (c) to govern, in accordance with the Colorado Common Interest Ownership Act, the Colorado Revised Nonprofit Corporation Act, the Declaration, and the Articles of Incorporation, Bylaws and Rules and Regulations of the Association, the residential community known as STANTON HILL ("Planned Community"), located in Lakewood, Colorado; and (d) to provide for the administration, maintenance, repair and reconstruction of the Common Areas as provided in the Declaration.

ARTICLE FIVE - POWERS OF THE ASSOCIATION: In furtherance of the purposes stated above, the Association shall have and may exercise all of the rights, powers, privileges and immunities now or subsequently conferred upon nonprofit corporations by the Colorado Revised Nonprofit Corporation Act and the Colorado Common Interest Ownership Act, or granted under the Declaration, or the Articles of Incorporation, Bylaws or Rules and Regulations of the Association.

ARTICLE SIX - NONPROFIT: The Association shall be a nonprofit corporation, without shares of stock, and does not contemplate pecuniary gain or profit for the Members thereof.

ARTICLE SEVEN - MEMBERSHIP AND VOTING RIGHTS: The Association will have voting Members whose rights and privileges shall be as set forth in the Bylaws of the Association.

ARTICLE EIGHT - BOARD OF DIRECTORS: The affairs of the Association shall be managed by a Board of Directors. The duties, qualifications, number and term of Directors and the manner of their election, appointment and removal shall be set forth in the Bylaws.

ARTICLE NINE - LIABILITY OF DIRECTORS: No Director shall be personally liable, to the Association for monetary damages for any breach of fiduciary duty as a Director, except that no Director's liability to the Association for monetary damages shall be eliminated or limited on account of any of the following: (a) any breach of the Director's duty of loyalty to the Association or its Members, (b) any acts or omissions of the Director not in good faith or that involve intentional misconduct or a knowing violation of law, or (c) any transaction in which the Director received improper personal benefit.

Nothing herein will be construed to deprive any Director of the right to all defenses ordinarily available to a Director nor will anything herein be constructed to deprive any Director of any right for contribution from any other Director or other person.

Any repeal or modification of this Article shall be prospective only and shall not adversely affect any right or protection of a Director of the Association existing at the time of such repeal or modification.

ARTICLE TEN - AMENDMENT: Amendment of these Articles shall be the minimum requirement for amendments to the Articles pursuant to Colorado law which is a majority of the Members present and voting, in person or by proxy, at a duly constituted meeting of the Members called for such purpose.

ARTICLE ELEVEN - DISSOLUTION: The Association may be dissolved in accordance with the statutory requirements of the Colorado Revised Nonprofit Corporation Act, and with the consent of Members to which at least sixty seven percent (67%) of the votes in the Association are allocated and with the consent of sixty seven percent (67%) of the Eligible Mortgagees.

Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be distributed to the Members.

Articles of Incorporation
Amended & Updated
September 15, 2006

ARTICLE TWELVE - CUMULATIVE VOTING: Cumulative voting shall not be allowed in the election of Directors.

ARTICLE THIRTEEN - DEFINITIONS: Terms used in these Articles of Incorporation which are defined in the Declaration shall have the same meaning and definition as such terms have in the Declaration.

IN WITNESS WHEREOF, The Stanton Hill Homeowners Association has
caused this Declaration to be executed
this _____ day of _____, 2006.

By: _____
Christina L. Snyder, President
The Stanton Hill Homeowners Association

STATE OF COLORADO)
) SS.
COUNTY OF _____)

The foregoing instrument was acknowledged before me this ____ day of
_____, 2006 by _____, as President of The Stanton Hill
Homeowners Association.

My commission expires: _____.

WITNESS my hand and official seal.

Notary Public