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ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION

J. Patrick Kelly El Paso Cty, CO  
04/04/2001 03:42  
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Please include a typed  
self-addressed envelope

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

FIRST: The name of the corporation is Mountain Dance Homeowners Association, Inc.

SECOND: The following amendment to the Articles of Incorporation was adopted on January, 2001  
as prescribed by the Colorado Business Corporation Act, in the manner marked with an X below:

- No shares have been issued or Directors Elected - Action by Incorporators
- No shares have been issued but Directors Elected - Action by Directors
- Such amendment was adopted by the board of directors where shares have been issued and shareholder action was not required.
- Such amendment was adopted by a vote of the shareholders. The number of shares voted for the amendment was sufficient for approval.

THIRD: If changing corporate name, the new name of the corporation is High Forest Ranch Homeowners Association

FOURTH: The manner, if not set forth in such amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the amendment shall be effected, is as follows: NA

FIFTH: Street address of current REGISTERED OFFICE is: 102 N. Cascade, Ste 350, P.O. Box 1435, Colorado Springs, Colorado 80901-1435  
The new street address is: 6385 Corporate Drive, Colorado Springs, CO 80919

The name of its current REGISTERED AGENT is: Caroleen F. Jolivet  
The new registered agent is: Jeffrey B. Smith

Signature of New Registered Agent   
Principal place of business 6385 Corporate Drive, Colorado Springs, Colorado 80919  
(City, State, Zip)

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

MOUNTAIN DANCE HOMEOWNERS ASSOCIATION

By:  HOA Reps 1-24-01  
Joe Loidolt, President

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**ARTICLES OF INCORPORATION  
OF  
MOUNTAIN DANCE HOMEOWNERS ASSOCIATION, INC.  
a Colorado Non-Profit Corporation**

The undersigned adult natural person, acting as incorporator, hereby establishes a nonprofit corporation pursuant to the Colorado Revised Nonprofit Corporation Act and adopts the following Articles of Incorporation:

**ARTICLE I**  
**Name**

The name of the corporation is Mountain Dance Homeowners Association, Inc. (the "Association").

**ARTICLE II**  
**Duration**

The Association shall have perpetual existence.

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**ARTICLE III**  
**Purposes**

The purposes and objectives for which this Association is formed (none of which shall be for pecuniary profit) are:

(a) To be an owners association for the owners in Mountain Dance, a planned community in El Paso County, Colorado and to provide a means of self-government for the owners of the property within said project to advance their common interests with respect to the "Community Area" and the "Association Properties", as defined in the Declaration of Covenants, Conditions, Restrictions and Easements of Mountain Dance ("Declaration") and all amendments thereto, which Declaration will be recorded in the real property records of El Paso County, Colorado.

(b) To provide for the care, management, control, preservation, operation, maintenance, repair, restoration and replacement of the areas required or permitted to be maintained by the Association, in the manner prescribed by the Declaration, and to provide other services with respect to such areas deemed advantageous by the Owners of Lots in the Community Area or required or authorized under the Declaration.

(c) To promote the safety and welfare of the Owners (as such term is defined in the Declaration).

(d) To adopt and enforce rules and regulations as permitted in the Declaration.

(e) To levy and enforce adequate assessments to meet all expenses of the Association.

(f) To enforce, in its own name or on behalf of its Members (as defined in the Declaration), the protective covenants, conditions and restrictions set forth in the Declaration and in rules and regulations of the Association and to seek redress for the violation of any provisions, by any and all remedies available at law or equity or authorized under the Declaration.

(g) To exercise any and all other rights, powers and authority and undertake such actions as may be necessary, convenient or useful in connection with the governance of the Association and the performance of the Association's functions as set forth in the Declaration.

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**ARTICLE IV**  
**Additional Powers**

In furtherance of the purposes and objectives (but not otherwise) set forth in the Declaration and subject to the restrictions set forth therein, the Association shall have and may exercise all of the powers and do everything necessary or convenient for the accomplishment of any of the corporate purposes either alone or in connection with other corporations, firms or individuals, and either as principal or agent, subject to such limitations as are or may be prescribed by the laws of the State of Colorado.

**ARTICLE V**  
**Restrictions Upon the Powers**

No part of the net earnings of the Association (other than in furtherance of the purposes of the Association, and other than a rebate of excess assessments) shall inure to the benefit of any Member, director or officer of the Association, or any other individual (except that reasonable compensation may be paid for services rendered to or for the Association affecting one or more of its purposes). Upon final dissolution of the Association, any corporate assets remaining after the payment of all debts will be distributed to its Members according to their pro rata interest and obligations.

**ARTICLE VI**  
**Registered Agent, Registered Office; and Initial Principal Office**

- (a) The street and mailing address of the Corporation's initial registered office in the State of Colorado is 102 North Cascade, Suite 350, P.O. Box 1435, Colorado Springs, Colorado 80901-1435.
- (b) The name of the Corporation's initial registered agent at such address is Caroleen F. Jolivet.
- (c) The written consent of the initial registered agent to the appointment as such is stated below.
- (d) The initial principal office of the Corporation shall be 6385 Corporate Drive, Colorado Springs, Colorado 80919.

**ARTICLE VII**  
**Membership and Voting**

- (a) The Association shall have voting members as provided in the Declaration and the Bylaws of the Association.
- (b) Cumulative voting shall not be allowed in the election of directors or otherwise.

**ARTICLE VIII**  
**Board of Directors**

The management of the affairs of the Association shall be vested in a Board of Directors. The number of directors, their term of office and manner of their selection and election shall be determined according to the Declaration and the bylaws of the Association from time to time in force. Three (3) directors shall constitute the initial board of directors. Their names and addresses are as follows:

<u>Name</u>	<u>Address</u>
Joseph Loidolt	6385 Corporate Drive Colorado Springs, Colorado 80919

Jerry Novak

6385 Corporate Drive  
Colorado Springs, Colorado 80919

Douglas M. Stimple

6385 Corporate Drive  
Colorado Springs, Colorado 80919

**ARTICLE IX**  
**Bylaws**


The initial bylaws of the Association shall be as adopted by the Board of Directors. Such board shall have power to alter, amend or repeal the bylaws from time to time in force and to adopt new bylaws. Such bylaws may contain any provisions for the regulation or management of the affairs of the Association which are not inconsistent with the laws of the State of Colorado, the Declaration, or these Articles of Incorporation, as the same may from time to time be amended.

**ARTICLE X**  
**Incorporator**

The name and address of the incorporator is:

**Caroleen F. Jolivet**  
**BRADEN FRINDT STINAR RENFRO & JOLIVET LLC**  
102 N. Cascade Avenue, Suite 350  
Colorado Springs, CO 80903

IN WITNESS WHEREOF, these Articles of Incorporation have been signed and acknowledged  
7/27, 2000.

  
Caroleen F. Jolivet, Incorporator

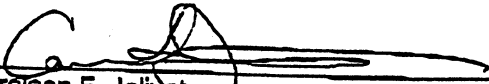
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**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

I, Caroleen F. Jolivet, hereby accept the position as registered agent of Mountain Dance Homeowners Association, a Colorado nonprofit corporation, effective as of the date of incorporation of such corporation. I hereby state that I am familiar with and accept the obligations of the position of registered agent.

Dated: 7-28, 2000.

  
\_\_\_\_\_  
Caroleen F. Jolivet  
102 North Cascade, Suite 350  
P.O. Box 1435  
Colorado Springs, Colorado 80901-1435

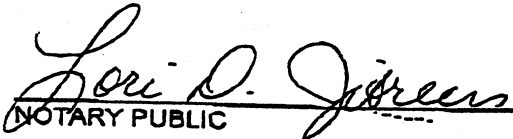
STATE OF COLORADO )  
                                  ) ss.  
COUNTY OF EL PASO )

This document was acknowledged before me 7-28, 2000.

Witness my hand and official seal.

My commission expires: 10-24-01

(SEAL)

  
\_\_\_\_\_  
NOTARY PUBLIC



Lori D. Jibreen  
Notary Public  
State of Colorado

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