

**Articles
of
Incorporation
of
Minotaur Village Homeowners Association**

**A
Condominium Community
Located in the City of Lafayette
County of Boulder
State of Colorado**

Contents

ARTICLE I - Name	1
ARTICLE II - Period of Duration	1
ARTICLE III - Purpose	1
ARTICLE IV - Powers	3
ARTICLE V - Membership	4
ARTICLE VI - Board of Managers	5
ARTICLE VII - Officers	6
ARTICLE VIII - Bylaws	6
ARTICLE IX - Initial Office - Registered Agent	6
ARTICLE X - Mergers and Consolidations	7
ARTICLE XI - Authority to Dedicate and Transfer	7
ARTICLE XII - Dissolution	7
ARTICLE XIII - Amendments	7
ARTICLE XIV - FHA/VA Approval	7
ARTICLE XV - Incorporators	8

A Note to the Members of the Minotaur Village Homeowners Association

This document is a restoration of the original *Articles of Incorporation* that was filed with Boulder County on February 10, 1982.

The original document was electronically scanned and reformatted to provide legible copies to the community and to post on the Minotaur Village Web site. This document and other governing documents are located at www.minotaurvillage.org.

The undersigned natural persons of the age of twenty-one or more, acting as incorporators of a nonprofit corporation under the Colorado Nonprofit Corporation Act and Colorado Corporation Code, adopt the following Articles of Incorporation for such nonprofit corporation:

ARTICLE I - Name

The name of the corporation shall be MINOTAUR VILLAGE HOMEOWNERS' ASSOCIATION hereinafter referred to as the "Association".

ARTICLE II - Period of Duration

The period of duration of the Association shall be perpetual.

ARTICLE III - Purpose

1. The purpose for which the Association is organized is to provide a nonprofit entity for the maintenance, architectural control and operation of the "Common Areas" and to provide other services on the improvements located upon the following real property:

MINOTAUR VILLAGE CONDOMINIUMS

County of Boulder

State of Colorado

which is more particularly described as:

All of Lots 3 and 4, Minotaur Village, a Subdivision in the County of Boulder, State of Colorado, according to the recorded plat thereof, more particularly described as follows:

Commencing at the Southeast Corner of the NW¹/₄ of the NA of Section 10, T15S, R69W of the 6th P.M.; thence N89° 42' 03" W, 759.10 feet along the South line of the NA of the NW¹/₄ of said Section 10 to the Southwest Corner of said Minotaur Village, thence N11° 01' 00" E, 267.26 feet along the Westerly line of said Minotaur Village to a point of curve to the left, thence Northerly, 41.00 feet along the arc of said curve to the left and along the Westerly line of said Minotaur Village to the Southwest Corner of said Lot 3 and the TRUE POINT OF BEGINNING; said arc having a radius of 680.00 feet, a central angle of 03° 27'17" and being subtended by a chord that bears N9° 17' 22" E, 40.99 feet;

Thence Northerly, 124.08 feet along the arc of said curve to the left and along the Westerly line of said Lots 3 and 4 to a point of reverse curve, said arc

having a radius of 680.00 feet, a central angle of $10^{\circ} 27' 16''$ and being subtended by a chord that bears $N02^{\circ} 20' 05'' E$, 123.91 feet;

Thence Northeasterly, 15.20 feet along the arc of said reverse curve and along the Northwesterly line of said Lot 4 to a point tangent said arc having a radius of 10.00 feet, a central angle of $87^{\circ} 05' 33''$ and being subtended by a chord that bears $N40^{\circ} 39' 14'' E$, 13.78 feet;

Thence $N84^{\circ} 12' 00'' E$, 204.00 feet along the Northerly line of said Lot 4 to the most Northerly Corner thereof:

Thence $S05^{\circ} 48' 00'' E$, 20.49 feet along the Easterly line of said Lot 4 to the most Easterly Corner thereof:

Thence Southwesterly, Southerly and Southeasterly, 115.27 feet along the arc of a curve concave to the East and along the Easterly lines of said Lots 3 and 4 to a point of reverse curve, said arc having a radius of 50.00 feet, a central angle of $132^{\circ} 05' 26''$ and being subtended by a chord that bears $S18^{\circ} 09' 17'' W$, 91.39 feet;

Thence Southeasterly and Southerly, 21.03 feet along the arc of said reverse curve and along the Easterly line of said Lot 3 to a point tangent, said arc having a radius of 25.00 feet, a central angle of $48^{\circ} 11' 23''$ and being subtended by a chord that bears $S23^{\circ} 47' 44'' E$, 20.41 feet;

Thence $S00^{\circ} 17' 57'' W$, 73.10 feet along the Easterly line of said Lot 3 to the Southeast Corner thereof;

Thence $N74^{\circ} 14' 23'' W$, 48.76 feet along the Southerly line of said Lot 3;

Thence $N89^{\circ} 42' 03'' W$, 47.00 feet along the Southerly line of said Lot 3;

Thence $N63^{\circ} 34' 11'' W$, 51.38 feet along the Southerly line of said Lot 3;

Thence $N82^{\circ} 26' 17'' W$, 59.00 feet along the Southerly line of said Lot 3 and the TRUE POINT OF BEGINNING.

Additional real property may be annexed to and become a part of Minotaur Village Condominiums and the purposes and powers set forth herein shall apply in full to such annexed real property which is more particularly described in the *Declaration of Covenants, Conditions and Restrictions of Minotaur Village Condominiums*, Exhibit 1 thereof.

2. The Association shall make no distributions of income to its members, managers or officers.

ARTICLE IV - Powers

The powers of the Association shall include and be governed by the following provisions:

1. In furtherance of the purposes set forth in Article III of these Articles of Incorporation, the Association shall have and may exercise all of the rights, powers and privileges now or hereafter conferred upon nonprofit corporations organized under and pursuant to the laws of the State of Colorado so long as such powers are not otherwise in conflict with the specific terms of these Articles.
2. The Association shall have all of the powers and duties to be exercised by the Association of Unit Owners as provided for in the Declaration of Condominium of Minotaur Village Condominiums ("Declaration"), including but not limited to the following:
 - a. To provide for the operation, maintenance, preservation and control of the Common Area within the property, the improvements thereon, and the appurtenances thereto, and. to promote the health, recreation, safety and welfare of the residents within the property;
 - b. To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes, or governmental charges levied or imposed against the property of the Association;
 - c. To fix, levy, collect, and enforce payment, by any lawful means, of all charges or assessments pursuant to the terms of the Declaration;
 - d. To acquire (by gift, purchase, or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease; transfer, dedicate for public use and otherwise dispose of real or personal property in connection with the affairs of the Association;
 - e. To borrow money, and to mortgage, pledge, deed in trust, encumber or hypothecate and/or all of the real or personal property of the Association as security for money borrowed or debts incurred;
 - f. To purchase insurance upon the Association's property and insurance for the protection of the Association and its members;
 - g. To make and amend reasonable regulations respecting the use of the Common Areas in the Minotaur Village Condominiums;
 - h. To enforce by legal means the provisions of these Articles, the *Bylaws* of the Association, and the regulations for the use of the Association's property; and,
 - i. To employ personnel to perform the services required.

3. All funds and the titles of all properties acquired by the Association and the proceeds thereof shall be held in trust for the owners of the condominium units in Minotaur Village Condominiums;
4. The powers of the Association shall be subject to and exercised in accordance with the Declaration, these Articles and the By-laws.

ARTICLE V - Membership

1. Members.

Every owner of a condominium unit in Minotaur Village Condominiums shall be entitled and required to be a member of the Association. An owner shall be entitled to one membership for each condominium unit owned by him. Where ownership of a condominium unit is held by more than one person, the membership corresponding to that condominium unit shall be held by such persons in accordance with their respective ownership interests in the condominium unit. No person or entity other than an owner may be a member of the Association, and memberships may not be transferred except in connection with the transfer of a condominium unit; provided, however, that the rights of membership may be assigned to the mortgagee of a condominium unit as security for a loan secured by a deed of trust on the condominium unit.

2. Classes of Membership and Voting Rights.

The Association shall have two classes of voting members whose designations are as follows:

- a. Class A.

Class A members shall be all Owners (not including however, Minotaur Village Venture, a joint venture, during the period when it is a Class B member as provided below) and shall be entitled to a total of one vote for each unit.

- b. Class B.

The only Class B member shall be the Declarant which shall be entitled to three votes times the number of units actually constructed and owned by Declarant or which the Declarant has the reserved right to construct (which is 114 Units); provided that Class B membership shall close and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- i. When the total number of votes outstanding in class A membership equals the total number of votes outstanding in Class B membership; or

ii. On January 1, 1986.

3. Change of Membership.

A change of membership in the Association shall be established by recording in the office of the Boulder County Clerk and Recorder a deed or other instrument establishing record title and delivering to the Association a certified copy of such instrument. The Owner(s) designated by such instrument shall thereby become a member of the Association. The membership of the prior owner shall thereby be terminated.

ARTICLE VI - Board of Managers

1. Number of Managers.

The affairs of the Association will be managed by a Board of Managers consisting of the number of Managers as shall be determined by the *Bylaws*, but not less than three. In the absence of such a determination, the Board shall consist of three Managers.

2. Control of Association.

The original Board of Managers of the Association shall be composed of three Managers to be appointed by Minotaur Village Venture. Appropriate election of a new Board of Managers and transfer of control of the Association to purchasers of units shall take place not later than one hundred, twenty (120) days after the earliest date on which the Class B membership is closed and converted to Class A membership or January 1, 1986, whichever is sooner.

3. Elections and Removal.

Managers of the Association shall be elected at the annual meeting or, in the case of the first election of the Board of Managers, at any special meeting of the members called for such purpose, at the time and in the manner determined by the *Bylaws*. Managers may be removed and vacancies on the Board of Managers shall be filled in the manner provided by the *Bylaws*.

4. Managers.

The names and addresses of the persons who are to serve as the first Board of Managers until transfer of control of the Association as hereinabove provided and until their successors are elected and shall qualify are as follows:

Tom H. Tullj
c/o Minotaur Village Venture
1300 Plaza Court North Lafayette, Colorado 80026

Kenneth E. Farris
c/o Minotaur Village Venture
1300 Plaza Court North Lafayette, Colorado 80026

Elayne J. Johnson
c/o Minotaur Village Venture
1300 Plaza Court North Lafayette, Colorado 80026

ARTICLE VII - Officers

The affairs of the Association shall be administered by officers elected by the Board of managers at its first meeting following the annual meeting of the members of the Association, which officers shall serve at the pleasure of the Board of Managers. The officers of the Association shall be a President, a Vice-President, a Secretary, and a Treasurer to perform such duties as are set forth in the *Bylaws* of the Association.

ARTICLE VIII - Bylaws

The first *Bylaws* of the Association shall be adopted by the Board of Managers, and may be altered, amended or rescinded in the manner provided by the *Bylaws*.

ARTICLE IX - Initial Office - Registered Agent

The address of the initial registered office of the Association is 1300 Plaza Court North, Lafayette, CO 80026. The name of its initial registered agent at such address is Elayne J. Johnson.

ARTICLE X - Mergers and Consolidations

The Association may participate in mergers and consolidations with other nonprofit corporations organized for the same purpose, provided that any such merger or consolidation shall require the approval of seventy-five (75%) per cent of the membership interests. No such approval shall, however, be necessary to admit additional members upon the addition to the condominium property of adjacent lands pursuant to the Declaration of Condominium.

ARTICLE XI - Authority to Dedicate and Transfer

The Association shall have power to dedicate or transfer all or any part-of the Common Area to any public agency, authority or utility for purposes provided in the Declaration. No such dedication or transfer shall be effective unless an instrument, signed by the President and Secretary, certifying that such dedication or transfer has been approved by seventy-five (75%) per cent of the membership interests, has first been recorded in the real property records of Boulder County, Colorado.

ARTICLE XII - Dissolution

The Association may be dissolved upon receiving the approval of all of the membership interests and all first mortgagees of record of condominium units. On dissolution of this Association, its assets shall be conveyed to another organization or agency having similar purposes. Association assets may not be distributed among the members.

ARTICLE XIII - Amendments

Amendment of these Articles shall require the approval of seventy five (75%) per cent of the votes of all membership interests. Notwithstanding the foregoing, no amendment shall be adopted which would cause these Articles to be contrary to or inconsistent with the Declaration or with law.

ARTICLE XIV - FHA/VA Approval

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidation, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

ARTICLE XV - Incorporators

The names and residences of the Incorporators of these Articles of Incorporation are as follows:

Terry L. Forest
869 West Willow Street
Louisville, Colorado 80027

James T. Crowder, Jr.
5124 North 109th
Longmont, Colorado 80501

John F. Stavely
1304 Ceres Drive
Lafayette, Colorado 80026

IN WITNESS WHEREOF, for the purpose of forming this nonprofit corporation under the laws of the State of Colorado, the undersigned, Constituting the Incorporation of this Association, have executed these Articles of Incorporation this 17th day of February, A.D., 1982.

- See document originals for signature page -