

ARTICLES OF INCORPORATION

OF

THE MAXIM II CONDOMINIUM ASSOCIATION, INC.

The undersigned, acting as the incorporator of a corporation under the Colorado Non-Profit Corporation Act, Article 20 of Title 7, Colo. Rev. Stat. 1973, hereby adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is:

THE MAXIM II CONDOMINIUM ASSOCIATION, INC.

SECOND: The period of its duration is perpetual.

THIRD: The corporation does not contemplate pecuniary gain or profit, direct or indirect, to its members. The purposes for which it is formed are primarily to promote the common good and general welfare of the owners and residents within the premises known as The Maxim II Condominiums, 937 Clarkson Street, Denver, Colorado, hereinafter referred to as the "Property", and to bring about civic betterment and social improvements, and for these purposes to:

a. enforce any and all covenants, restrictions and liens for the benefit of the corporation and agreements applicable to the Property, specifically including, but without limitation, The Declaration of Covenants, Conditions and Restrictions of The Maxim II Condominiums, hereinafter referred to as the "Declaration", to be hereafter recorded in the Office of the Clerk and Recorder of the City and County of Denver, Colorado;

b. fix assessments to be levied against the Property; and

c. insofar as permitted by law, do any other thing that, in the opinion of the Board of Directors, will promote the social welfare, common good and general welfare of the residents and owners of the Property, protect values and desirability, enhance

the safety and habitability of the Property, or bring about civic betterment or social improvements.

FOURTH: Provisions for the regulation of the internal affairs of the corporation, including provisions for the distribution of assets on dissolution or final liquidation, are:

1. Members and Voting. The membership of the corporation shall consist of such classes of members as may be provided for in the By-Laws and/or the Declaration. The rights, priorities and obligations of members shall be such as prescribed by the By-Laws and the Declaration. Cumulative voting of members in the election of directors shall not be allowed.

2. Management. The affairs of the corporation shall be managed by its Board of Directors as provided in the By-Laws and/or the Declaration.

3. Prohibited Activities and Distribution of Assets. No part of the income or net earnings of the corporation shall be distributable to or inure to the benefit of its members, directors, officers, or any individual; provided, however, that reasonable compensation may be paid for any services rendered to the corporation, and payments and distributions may be made in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation; and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income taxation under the provisions applicable to this corporation of Section 501(c) of the

Joanna Brizzi  
Suite 1415  
Denver Club Building  
518 Seventeenth Street  
Denver, Colorado 80202

A change in the number of directors may be made by  
amendment to the corporation's By-Laws.

SEVENTH: The name and address of the incorporator  
is:

Andrew S. Klatskin  
Carpenter & Klatskin  
Suite 1415  
Denver Club Building  
518 Seventeenth Street  
Denver, Colorado 80202

DATED: May 31, 1979

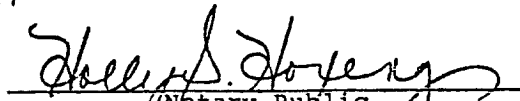
  
\_\_\_\_\_  
Andrew S. Klatskin

STATE OF COLORADO                    )  
  ) ss.  
CITY AND COUNTY OF DENVER        )

The foregoing instrument was acknowledged before me  
this 31st day of May   , 1979, by Andrew S. Klatskin.

Witness my hand and official seal.

My commission expires June 16, 1980.

  
\_\_\_\_\_  
Notary Public