

ARTICLES OF INCORPORATION
WALNUT HILLS CIVIC ASSOCIATION, INC.

Know All Men by These Presents, that we, E. F. Flynn, Howard Roy Gifford, Ed H. Culver, L. H. Lindemann, Myrie Conlon, Gladys M. Isaacson and Arthur B. Odden, Citizens of the United States and residents of Colorado, have associated ourselves together to establish a corporation not for profit under and pursuant to the general corporation laws of the State of Colorado, for the purposes hereinafter set forth, and we hereby certify as follows:

ARTICLE I

The name of this corporation shall be:
WALNUT HILLS CIVIC ASSOCIATION, INC.

ARTICLE II

The principal office of this corporation shall be the County of Arapahoe and State of Colorado.

ARTICLE III

This corporation shall have perpetual existence.

ARTICLE IV

The nature of the business of the corporation and the objects and purposes to be transacted, promoted and carried on by it are as follows:

1. Promotion and improvement of public parks, schools, transportation, street lighting, and maintenance;
2. Promotion and improvement of fire and police protection, and of all emergency relief, civil defense, and safety programs;
3. Promotion of fair, equitable and just zoning, building and tax statutes, ordinances and regulations; and securing fair, equitable and just application of such statutes, ordinances or regulations by governmental agencies;
4. Promotion and improvement of all types of municipal, state and federal planning and services of any and every nature whatsoever;
5. Promotion of friendly relations among all residents of Walnut Hills;
6. Doing all other things necessary, proper or incidental to the promotion of the above stated objects and of the general welfare of the residents of Walnut Hills.

ARTICLE V

This corporation shall have all those powers vested in it by virtue of the laws of the State of Colorado in such cases made and provided. The power to acquire, encumber, transfer, assign and sell any of the property, real, personal or mixed, of the corporation is hereby vested in the board of directors, the chairman and secretary, or such other officers as the board may designate in such resolution shall be empowered to execute and deliver all deeds, conveyances, mortgages, instruments and documents affecting the corporation; PROVIDED, however, that no sale or disposition of all the property of this corporation shall be had except in compliance with the terms and conditions of the statutes of the State of Colorado in such cases made and provided.

AMENDMENTS
to
ARTICLE OF INCORPORATION
of
WALNUT HILLS CIVIC ASSOCIATION, INC.

At a Special Meeting of the Stockholders of WALNUT HILLS CIVIC ASSOCIATION, INC., a corporation organized and existing under the laws of the State of Colorado, which meeting was duly convened pursuant to the Articles of Incorporation and By-Laws of said corporation on the 7th day of March, 1967, the following Articles were added to the Articles of Incorporation by approval of two-thirds of the active members present at said meeting who affirmatively concurred in the adoption of such Articles:

ARTICLE VIII

No part of the net earnings shall inure to the benefit of any private shareholder or individual.

ARTICLE IX

In the event the organization dissolves, its assets will be transferred to another organization organized and operated for a similar exempt purpose or to the federal, state, or local government.

We, the undersigned, GEOFFREY S. RACE, Chairman, and MARILYN SMITH, Secretary of WALNUT HILLS CIVIC ASSOCIATION, INC., do hereby certify that the foregoing Amendments to the Article of Incorporation of said corporation were duly adopted at the meeting of said corporation held on the 7th day of March, 1967. We hereby further certify that the foregoing copy of such Amendments is a full, true and correct copy of the Amendments as

passed at said meeting.

IN WITNESS WHEREOF, the said GEOFFREY S. RACE, as Chairman, and the said MARILYN SMITH, as Secretary, have hereunto set our hands and have caused the corporate seal of said corporation to be affixed hereto in Arapahoe County, Colorado, on this 10th day of July, 1967.

Geoffrey S. Race
Chairman

Marilyn Smith
Secretary



STATE OF COLORADO)
COUNTY OF Denver) ss.

Subscribed and sworn to before me this 10 day of July 1967, by Geoffrey S. Race as Chairman and Marilyn Smith as Secretary of Walnut Hills Civic Association, Inc.

Witness my hand and official seal.

My commission expires 2/4/69

[Signature]
Notary Public



194939
ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF WALNUT HILLS CIVIC
ASSOCIATION, INC.

DOMESTIC
NOT FOR PROFIT

FILED in the office of the Secretary of
 State, of the State of Colorado, on the
 18th day of July A.D. 1967
 BYRON A. ANDERSON
 Secretary of State
 Filing Clerk Love Fees \$25.00
 Old Age Pension Fund

RECORDED
ROLL 100 PAGE 914

This document has been inspected
 and properly indexed on the Re-
 cords of the Flat Tax Department.

Date Oct 24, 1968 OK
Pagano Clerk

0726 5 67-77-2084-1

STATE OF COLORADO

DEPARTMENT OF
STATE



NONPROFIT
CERTIFICATE OF
ACCEPTANCE

J. Byron A. Anderson,

Secretary of State of the State of Colorado, hereby certify that duplicate originals of an Election to Accept the provisions of the Colorado Nonprofit Corporation Act, have been received in this office and are found to conform to law.

Accordingly the undersigned, by virtue of the authority vested in me by law, hereby issues this Certificate of Acceptance to

-----Walnut Hills Civic Association, Inc.-----
(a Colorado corporation)

and attaches hereto a duplicate original of the Election to Accept.

Dated this -----thirtieth----- *day of* -----June----- *A. D. 19* 72

Byron A. Anderson
SECRETARY OF STATE

Jessie J. Conroy
DEPUTY

ELECTION TO ACCEPT
the Colorado Nonprofit Corporation Act

Pursuant to the provisions of the Colorado Nonprofit Corporation Act, the under-
signed corporation elects to adopt the provisions of the Colorado Nonprofit Corporation
Act and does hereby state that:

1. The name of the corporation is Walnut Hills Civic Association, Inc.
2. All required reports have been or will be filed, and all fees, taxes & penalties due to the State of Colorado accruing under any act to which the corporation has been subject have been paid.
3. On the 8th day of June, 19 72, the directors of the corporation, a quorum being present, voted to accept the Colorado Nonprofit Corporation Act. (members OR stockholders OR directors) (the acceptance is authorized, by at least 2/3 of the votes of the members, OR 2/3 of the votes of the stockholders, OR by a majority vote of the directors, which were present at such meeting)
4. The corporation followed the requirements of the law under which it was organized.
5. The address of the registered office in Colorado is 333 Petroleum Club Bldg., Denver, Colorado 80202 and the name of its registered agent at such address is Robert W. Carney Denver County

6. Following is the name and address of the officers and directors.

NAME	TITLE	ADDRESS
Bill Carson	President--Director	8214 E. Davis Ave. Englewood, Colo
Mike Carter	Vice-President--Director	8433 E. Davis Ave. Englewood, Colo
Janet Gibor	Secretary--Director	7154 So. Quebec Ct. Englewood, Colo
Bill Kimball	Treasurer--Director	7250 S. Ulster St. Englewood, Colo
Lee Modest	Director	8201 Briarwood Place, Englewood, Colo.
Evelyn Lochanstein	Director	7218 S. Spruce St., Englewood, Colo.
Robert W. Carney	Director	8276 E. Easton Place, Englewood, Colo.

7. The attached copy of incorporation is true and correct. Not Applicable
8. Issued shares of stock are not authorized. Not Applicable

- NUMBER OF SHARES AUTHORIZED _____ NUMBER OF SHARES ISSUED AND OUTSTANDING _____
9. All issued and outstanding shares of stock have been delivered to the corporation to be cancelled.
 10. The authority of the corporation to issue shares of stock shall hereby be terminated.

William C. Carson
Its William C. Carson president

Janet S. Gibor
Its Janet S. Gibor secretary

STATE OF Colorado
COUNTY OF Denver ss.

The foregoing instrument was acknowledged before me this 20th day of June, 19 72, by William C. Carson, Janet S. Gibor, Bill Kimball, Lee Modest, Evelyn Lochanstein, and Robert W. Carney
(Insert names of such officers, as signed above, titles, & correct name of corporation)
In witness whereof I have hereunto set my hand and seal.

My Commission expires March 1973



William C. Carson
Notary Public

Note: In 7. if the documents of this corporation are on file in the office of the Secretary of State of Colorado, type the words "not applicable" in the space provided.

In 8. if the corporation is formed (and most non-profit are) without authorized capital stock type the word "not" in the space provided. In 31-24-27 the law provides "Except for corporations organized for the acquisition and distribution of water to their stockholders, a corporation shall not have or issue shares of stock."

Submit this Form in the original, typed & one carbon copy
Fee \$5.00

241165

ELECTION TO ACCEPT
the Colorado Nonprofit Corporation Act

Walnut Hills Civic Association, Inc.

DOMESTIC

FILED in the office of the Secretary of
State, of the State of Colorado, on the
30th day of June A D 1972
BYRON A ANDERSON
Secretary of State

Filing Clerk Sage Fees \$5.
Old Age Pension Fund

RECORDED
ROLL 205 PAGE 1373

This document has been inspected
and approved for filing with the
records of the Flat Tax Department.

Date July 11 1972
Anderson Clerk

1375
205
1373
.....

6/20/74

274885

SR FORM D-1 (Rev. 6/73)

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT, OR BOTH,

To the Secretary of State of the State of Colorado

Pursuant to the provisions of the Colorado Corporation Act, the undersigned corporation, organized under the laws of the State of Colorado submits the following statement for the purpose of changing its registered office or its registered agent, or both, in the State of Colorado:

First: The name of the corporation is Walnut Hills Civic Association, Inc.

Second: The address of its REGISTERED OFFICE is 8665 E. Easter Avenue Englewood, Colorado 80110

Third: The name of its REGISTERED AGENT is Chapman B. Cox

Fourth: The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.

Fifth: The address of its place of business in Colorado is 7220 So. Ulster Englewood, Colorado 80110

WALNUT HILLS CIVIC ASSOCIATION, INC. (Note 1)

By Barbara Stephenson (Note 2) President

STATE OF COLORADO City & County of Denver

Before me, Chapman B. Cox, a Notary Public in and for the said County and State, personally appeared Barbara Stephenson who acknowledged before me that she is the President of Walnut Hills Civic Association, Inc., a Colorado corporation, that she signed the foregoing, and that the statements contained therein are true.

In witness whereof I have hereunto set my hand and seal this 19 day of June A. D. 1974

My commission expires October 16, 1976

Chapman B. Cox Notary Public

- Notes: 1. Exact corporate name of corporation making the statement. 2. Signature and title of officer signing for the corporation, must be President or Vice-President except not nonprofit. 3. Signature of Notary Public must be exactly as shown on Notarial Seal, and must agree with notarial commission. 4. This document must be typewritten.

SUBMIT ONE Fee \$5.00

NOT FOR PROFIT

87.1652
FILED

3 MAY 79

SUBMIT ONE
Filing fee \$5.00

STATEMENT OF CHANGE OF REGISTERED OFFICE STATE OF COLORADO
OR REGISTERED AGENT, OR BOTH,
DEPT. OF STATE

- Notes: 1. Exact corporate name of corporation making the statement.
- 2. Signature and title of officer signing for the corporation, must be President or Vice-President.
- 3. Signature of Notar: Public must be exactly as shown on Notarial Seal, and must agree with actual commission.
- 4. This document must be typewritten.

1111

To the Secretary of State
of the State of Colorado

Pursuant to the provisions of the Colorado Corporation Act, the undersigned corporation, organized under the laws of the State of Colorado, submits the following statement for the purpose of changing its registered office or its registered agent, or both, in the State of Colorado:

First: The name of the corporation is Walnut Hills Civic Association, Inc.

Second: The address of its REGISTERED OFFICE is Arapahoe Bank and Trust
7777 E. Arapahoe Road, Englewood, CO 80112

Third: The name of its REGISTERED AGENT is G. P. Perkish

Fourth: The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.

Fifth: The address of its place of business in Colorado is N/A

*Sixth: REGARDING FOREIGN CORPORATIONS: THIS STATEMENT MAY BE EXECUTED BY THE REGISTERED AGENT WHEN IT INVOLVES ONLY A REGISTERED ADDRESS CHANGE. A COPY OF THIS STATEMENT HAS BEEN FORWARDED TO THE CORPORATION BY THE REGISTERED AGENT.

RECORDED

Walnut Hills Civic Association, Inc. (Notar)

ROLL 460

SECRETARY OF STATES OFFICE

By Paul A. Tessar (Notar)

is X President

is _____ Registered Agent

STATE OF Colorado
City and County of Denver

Before me, Gillie B. Kruck, a Notary Public in and for the said County and State, personally appeared Paul A. Tessar who acknowledged before me that he is the Chairman of the Board of Walnut Hills Civic Association, Inc. a Colorado corporation, that he signed the foregoing, and that the statements contained therein are true.

In witness whereof I have hereunto set my hand and seal this 30th day of April
A D 19 79

My commission expires AUGUST 1, 1982

Gillie B. Kruck
Notary Public

1
1111
1111
1111