

or other instruments of like character extended the liability of the company to repay the same and to secure any and all thereof by mortgages or deeds of trust on any and all of the real or personal property of the corporation.

(b) To carry on any business which the company may deem proper or convenient in connection with any of the foregoing powers and purposes; and to have and exercise all of the powers conferred by the laws of the State of Colorado on a corporation formed under the act pursuant to which this corporation is formed.

(c) The purposes specified herein shall be construed as both purposes and powers and shall in no way be limited or restricted by reference to, or inference from the terms of any clause in this or any other article. However, the purposes and powers specified in each of the clauses herein shall be regarded as independent purposes and powers, and the enumeration of specific purposes and powers shall not be construed to limit or restrict in any manner the meaning of general terms or of the general powers of the company; nor shall the expression of one thing be deemed to exclude another, although it be of like nature not expressed.

ARTICLE IV

At all meetings of the members for the election of directors, cumulative voting shall not be allowed.

ARTICLE V

The initial registered office of the corporation shall be 2010 Florida Road, Durango, Colorado 81301. The initial registered agent of the corporation shall be S. L. Tyson.

ARTICLE VI

The names and addresses of the persons forming this corporation are:

E. B. HAMILTON, JR.	124 East Ninth Street Durango, Colorado 81301
J. DOUGLAS SPAND	124 East Ninth Street Durango, Colorado 81301

MICHAEL E. McLACHLAN

126 West Twentieth Street
Durango, Colorado 81301


ARTICLE VI

The management of this corporation shall be vested in a board of three directors. The names and addresses of the persons who are to be the initial directors and who are to serve as directors until the first annual meeting of members or until their successors be elected and qualified are:


- W. L. TYSON 2010 Florida Road
 Durango, Colorado 81301
- T. ED. MABRY 126 West Twentieth Street
 Durango, Colorado 81301
- M. A. MEASON Post Office Box 1487
 Durango, Colorado 81301

The number of directors may be changed by amendment of the by-laws.


IN WITNESS WHEREOF, we have hereunto set our hands this 2nd day of May, 1978.



 E. B. HAMILTON, JR.



 J. DOUGLAS SBAND



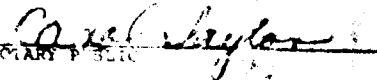
 MICHAEL E. McLACHLAN

STATE OF COLORADO)
) ss.
COUNTY OF LA PLATA)

RECORDED
ROLL 426

I, the undersigned, a notary public, hereby certify that on the 2nd day of May, 1978, personally appeared ED L. M. HAMILTON, JR., J. DOUGLAS SBAND and MICHAEL E. McLACHLAN, who being by me first duly sworn, severally declared that they are the persons who signed the foregoing instrument as incorporators, and that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 2nd day of May, 1978.



 NOTARY PUBLIC

My commission expires: 1-12-82

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

TIMBERLINE HOME OWNERS ASSOCIATION

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 TIMBERLINE HOME OWNERS ASSOCIATION

Second: The address of its previous REGISTERED OFFICE was 2010 Florida Road, Durango, Colorado 81301

Third: The address to which its REGISTERED OFFICE is to be changed is 227 Highland Hill Drive, Durango, Colorado 81301

Fourth: The name of its previous REGISTERED AGENT was S. L. Tyson

Fifth: The name of its successor REGISTERED AGENT is F. A. Jones

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

Seventh: The address of its place of business in Colorado is _____

Dated October 12, 1981

TIMBERLINE HOME OWNERS ASSOCIATION (Note 1)

By F. A. Jones (Note 2)
Its President

STATE OF COLORADO
County of La Plata

Before me, Shirley A. Cairns, a Notary Public in and for the said County and State, personally appeared F. A. Jones, who acknowledged before me that he is the President of Timberline Home Owners Association, 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 12th day of October, A. D. 1981.

My commission expires _____



F. A. Jones
President

NOTES: 1. Each signatory must sign and acknowledge the statement.
2. Signatory must be the individual and the corporation must be the president or president-elect.
3. Signature of Notary Public must be in ink and must be accompanied by Notary Seal, and must be accompanied by Notarial Commission.

Fee: \$5.00
SCHEDULE

RECEIVED

MAIL TO:
Colorado Secretary of State
Corporations Office
1575 Sherman St., 2nd Fl.
Denver, CO 80202
(303) 866-2361

for office use only

563617 #26

STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT OR BOTH

SUBMIT ONE
Filing fee \$5.00

This document must be typewritten.

DNR 347118

Pursuant to the provisions of the Colorado Corporation Code, the Colorado Nongprofit Corporation Act and the Colorado Uniform Limited Partnership Act of 1981, the undersigned corporation or limited partnership organized under the laws 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 or limited partnership is:

TIMBERLINE HOMEOWNERS ASSOCIATION

Second: the address of its REGISTERED OFFICE is:

315 HIGHLAND HILL DRIVE, DURANGO, COLORADO 81301

Third: The name of its REGISTERED AGENT is ERYSON P. BURNHAM

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: SAME AS ADDRESS OF REGISTERED OFFICE

TIMBERLINE HOMEOWNERS ASSOCIATION (Note 1)

By *[Signature]* (Note 2)

STATE OF Colorado
COUNTY OF La Plata

Its president
Its registered agent (Note 3)
Its general partner

Subscribed and sworn to before me this 3rd day of April, 1984.
My commission expires 1-4-87

[Signature]
Notary Public (Note 4)
400 Main St.
Durango, CO 81301
Address

- Notes: 1. Exact name of corporation or limited partnership making the statement
- 2. Signature and title of officer signing (for the corporation, must be president or vice president; for a limited partnership, must be a general partner)
- 3. Regarding profit 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.
- 4. Signature of notary public must be exactly as shown on notarial seal and must agree with notarial commission.

DND 0347118

for office use only

MAIL TO
Colorado Secretary of State
Corporations Office
1575 Sherman Blvd, 2nd Fl
Denver, Co 80201
(303) 866 2361

72330 #178

MAY 31 1984

SUBMIT ONE
Filing fee \$5.00

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

This document must be typewritten. *PRINTER FILED COPY ONLY, BUT YOU DID NOT FILL CHECKS. APPLY ENCLOSED CHECKS TO EITHER FORM, AS YOU WISH!*

Pursuant to the provisions of the Colorado Corporation Code, the Colorado Nonprofit Corporation Act and the Colorado Uniform Limited Partnership Act of 1981, the undersigned corporation or limited partnership organized under the laws 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 or limited partnership is:

TIMBERLINE HOMEOWNERS ASSOCIATION

Second: the address of the REGISTERED OFFICE is P.O. Box 157, DURANGO, COLORADO 81301

OR % BRYSON P. BURNHAM, 315 HIGHLAND HILL DR., DURANGO, COLORADO 81301

Third: The name of its REGISTERED AGENT is BRYSON P. BURNHAM

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 SAME AS ADDRESS OF REGISTERED OFFICE

TIMBERLINE HOMEOWNERS ASSOCIATION (Note 1)

By Bryson P. Burnham (Note 2)

Its president
Its _____ registered agent (Note 3)
Its _____ general partner

STATE OF Colorado
COUNTY OF La Plata

Subscribed and sworn to before me this 14th day of May, 1984.
My commission expires 1-4-87

Janette Liberson
Notary Public (Note 4)
400 Main Ave
Durango CO Address: 81301

- Notes: 1. Exact name of corporation or limited partnership making the statement.
- 2. Signature and title of officer signing (for the corporation, must be president or vice-president; for a limited partnership, must be a general partner).
- 3. Regarding profit 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.
- 4. Signature of notary public must be exactly as shown on notarial seal, and must agree with notarial commission.

COMPUTER UPDATE COMPLETE!
LAK

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