

OFFICE OF THE SECRETARY OF STATE  
OF THE STATE OF COLORADO

**CERTIFICATE OF DOCUMENT FILED**

I, Jena Griswold, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office, the attached document is a true and complete copy of the

Articles of Incorporation

with Document # 19891102062 of

THE WINFIELD CONDOMINIUM ASSOCIATION

Colorado Nonprofit Corporation

(Entity ID # 19891102062 )

consisting of 4 pages.

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 10/24/2024 that have been posted, and by documents delivered to this office electronically through 10/27/2024 @ 16:38:45.

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, and issued this official certificate at Denver, Colorado on 10/27/2024 @ 16:38:45 in accordance with applicable law. This certificate is assigned Confirmation Number 16510038.



A handwritten signature in blue ink that reads "Jena Griswold".

Secretary of State of the State of Colorado

\*\*\*\*\*End of Certificate\*\*\*\*\*

*Notice: A certificate issued electronically from the Colorado Secretary of State's website is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Validate a Certificate page of the Secretary of State's website, <https://www.coloradosos.gov/biz/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our website, <https://www.coloradosos.gov> click "Businesses, trademarks, trade names" and select "Frequently Asked Questions."*

ARTICLES OF INCORPORATION  
OF  
THE WINFIELD CONDOMINIUM ASSOCIATION

The undersigned natural person, who is more than eighteen (18) years of age, hereby establishes this non-profit corporation pursuant to the statutes of Colorado and adopts the following Articles of Incorporation.

ARTICLE I

The name of the Corporation is: THE WINFIELD CONDOMINIUM ASSOCIATION (sometimes hereinafter referred to as the "Association.")

ARTICLE II

The corporation shall have a perpetual existence.

ARTICLE III

As used herein, the terms "Bylaws," "Common Elements," "Declaration," "Rules and Regulations," "Unit Owners," and "Units" have the same meanings as defined in the Declaration for Winfield Arms Condominium, recorded in the land records of Pitkin County, Colorado, as the same may from time to time be amended.

ARTICLE IV

(a) Membership and Purposes. The Association shall be a nonprofit corporation within the meaning and subject to the provisions of the Colorado Nonprofit Corporation Act, Colo. Rev. Stat. Sec. 7-20-101 et seq., as the same may from time to time be amended. The members of the Association shall be all of the Unit Owners. The purposes of the Association shall be (i) to provide for the maintenance, operation, administration, care, upkeep, and supervision of Winfield Arms Condominium, a condominium development in Aspen, Pitkin County, Colorado (hereinafter referred to as the "Condominium"); (ii) to provide for the installation, construction, erection, repair, maintenance, improvement, replacement, management, operation, and supervision of the Common Elements of the Condominium and any and all personal property acquired (by purchase, lease, or otherwise), by the Association; (iii) to provide for the establishment and enforcement of standards for architectural and aesthetic control within the Condominium; (iv) to enforce the provisions of the Declaration of the Condominium, these Articles of Incorporation, the Bylaws of the Association and such rules and regulations as may be adopted by the Association pursuant to such Bylaws; (v) to define membership in the Association and the voting rights of members consistent with the provisions of the Declaration of the Condominium; (vi) to regulate

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and control the relationships among Units subject at any time to the provisions of the Declaration and among Unit Owners in connection with their ownership of Units in the Condominium; (vii) to provide for the pleasure and recreation of the Unit Owners of the Condominium; (viii) to promote the best interests of the Unit Owners for the purpose of securing for them the fullest utilization and enjoyment of the Condominium; and (ix) to perform such other functions as are set forth in the Declaration of the Condominium or in the Colorado Condominium Ownership Act, as the same may from time to time be amended.

(b) Powers. In furtherance of the foregoing purposes, the Association shall have and may exercise all of the powers set forth in the Declaration of the Condominium, the Colorado Condominium Ownership Act (as the same may from time to time be amended), the Colorado Nonprofit Corporation Act (as the same may from time to time be amended), and the Bylaws of the Association.

(c) Restrictions Upon Purposes and Powers. The purposes and powers of the Association are subject to the following limitations:

(i) The Board of Managers of the Association may, for any taxable year of the Association, elect to have Section 528 of the Internal Revenue Code apply to the Association. So long as the Board of Managers shall have so elected that said Section 528 apply to the next ensuing taxable year of the Association, then:

-- The Association shall be organized and operated solely as a "homeowners' association," as defined in and limited by Section 528(c) of the Internal Revenue Code, for such year;

-- The Association shall not for such taxable year receive more than 40 percent (40%) of its gross income from amounts other than membership dues, fees, and assessments from Unit Owners; and

-- The Association shall not for such taxable year expend more than 10 percent (10%) of its gross expenditures for purposes other than the acquisition, construction, management, maintenance, and care of real and personal property held by the Association, including the Common Elements and other property qualifying as "association property" under Section 528(c)(4) of the Internal Revenue Code;

(ii) No part of the net earnings of the Association shall inure to the benefit of any member of the Association (other than by acquiring, constructing, or providing management, maintenance, and care of such property of the Association qualifying as "association property" under Section 528(c)(4)

of the Internal Revenue Code, and other than by a rebate of excess membership dues, fees, or assessments); and

(iii) The Association shall not pay any dividends.

ARTICLE V

The address of the initial registered office of the Association is 530 East Main Street, Aspen, Colorado 81611. The name of the initial registered agent at such address is Douglas P. Allen.

ARTICLE VI

The control and management of the affairs of the Association shall be vested in a board of directors to be known as the "Board of Managers." The Board of Managers may exercise such powers and functions as specified in the Bylaws of the Association. The initial Board of Managers shall consist of the following one (1) person:

| <u>Name</u>      | <u>Address</u>                        |
|------------------|---------------------------------------|
| Douglas P. Allen | 530 East Main Street, Aspen, CO 81611 |


ARTICLE VII

The name of the incorporation of this corporation is Douglas P. Allen, Esq., and his address is 530 East Main Street, First Floor, Aspen, Colorado 81611

ARTICLE VIII

These Articles of Incorporation may be amended or repealed or new articles of incorporation may be adopted by vote of Unit Owners in the Condominium holding at least sixty-six and two-thirds percent (66-2/3%) of the votes in the Association.

Dated: October 2, 1989.

  
Incorporator


VERIFICATION

STATE OF COLORADO    )  
                          ) ss.  
COUNTY OF PITKIN    )

I, Pam Osborn, a notary public, hereby certify that on the 19th day of October, 1989, personally appeared before me Douglas P. Allen, who, being by me first duly sworn, declared and acknowledged that he is the person designated as the Incorporator in the foregoing Articles of Incorporation and that he signed the same in such capacity, and that the statements contained therein are true.

Witness my hand and official seal.

My commission expires: 9/24/92

  
Notary Public  
530 East Main Street, 1st Floor  
Aspen, Colorado 81611

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