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Articles of Incorporation for a Nonprofit Corporation
filed pursuant to § 7-122-101 and § 7-122-102 of the Colorado Revised Statutes (C.R.S.)

1. The domestic entity name for the nonprofit corporation is The 100 East Main Street Condominiums Association, Inc.
(Caution: The use of certain terms or abbreviations are restricted by law. Read instructions for more information.)

2. The principal office address of the nonprofit corporation's initial principal office is

Street address c/o Aspen Starwood LLC
(Street number and name)
623 East Hopkins Avenue
Aspen CO 81611
(City) (State) (ZIP/Postal Code)
United States
(Province – if applicable) (Country)

Mailing address
(leave blank if same as street address) (Street number and name or Post Office Box information)
(City) (State) (ZIP/Postal Code)
(Province – if applicable) (Country)

3. The registered agent name and registered agent address of the nonprofit corporation's initial registered agent are

Name
(if an individual) Neiley Richard Y. Jr.
(Last) (First) (Middle) (Suffix)

OR

(if an entity)
(Caution: Do not provide both an individual and an entity name.)

Street address Neiley Law Firm, LLC
(Street number and name)
6800 Highway 82, Suite 1
Glenwood Springs CO 81601
(City) (State) (ZIP Code)

Mailing address

(leave blank if same as street address)

(Street number and name or Post Office Box information)

(City) CO _____
(State) *(ZIP Code)*

(The following statement is adopted by marking the box.)

The person appointed as registered agent above has consented to being so appointed.

4. The true name and mailing address of the incorporator are

Name

(if an individual)

Neiley Richard Y. Jr.
(Last) *(First)* *(Middle)* *(Suffix)*

OR

(if an entity)

(Caution: Do not provide both an individual and an entity name.)

Mailing address

Neiley Law Firm, LLC
(Street number and name or Post Office Box information)
6800 Highway 82, Suite 1
Glenwood Springs CO 81601
(City) *(State)* *(ZIP/Postal Code)*
United States
(Province – if applicable) *(Country)*

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

The corporation has one or more additional incorporators and the name and mailing address of each additional incorporator are stated in an attachment.

5. *(If the following statement applies, adopt the statement by marking the box.)*

The nonprofit corporation will have voting members.

6. Provisions regarding the distribution of assets on dissolution:

See attachment

7. (If the following statement applies, adopt the statement by marking the box and include an attachment.)

This document contains additional information as provided by law.

8. (Caution: Leave blank if the document does not have a delayed effective date. Stating a delayed effective date has significant legal consequences. Read instructions before entering a date.)

(If the following statement applies, adopt the statement by entering a date and, if applicable, time using the required format.)

The delayed effective date and, if applicable, time of this document is/are _____
(mm/dd/yyyy hour:minute am/pm)

Notice:

Causing this document to be delivered to the Secretary of State for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that the document is the individual's act and deed, or that the individual in good faith believes the document is the act and deed of the person on whose behalf the individual is causing the document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S., the constituent documents, and the organic statutes, and that the individual in good faith believes the facts stated in the document are true and the document complies with the requirements of that Part, the constituent documents, and the organic statutes. This perjury notice applies to each individual who causes this document to be delivered to the Secretary of State, whether or not such individual is named in the document as one who has caused it to be delivered.

9. The true name and mailing address of the individual causing the document to be delivered for filing are

Neiley	Richard	Y.	Jr.
<i>(Last)</i>	<i>(First)</i>	<i>(Middle)</i>	<i>(Suffix)</i>
Neiley Law Firm, LLC			
<i>(Street number and name or Post Office Box information)</i>			
6800 Highway 82, Suite 1			
Glenwood Springs	CO	81601	
<i>(City)</i>	<i>(State)</i>	<i>(ZIP/Postal Code)</i>	
<i>(Province - if applicable)</i>	United States		
	<i>(Country)</i>		

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

This document contains the true name and mailing address of one or more additional individuals causing the document to be delivered for filing.

Disclaimer:

This form/cover sheet, and any related instructions, are not intended to provide legal, business or tax advice, and are furnished without representation or warranty. While this form/cover sheet is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form/cover sheet. Questions should be addressed to the user's legal, business or tax advisor(s).

**ATTACHMENT TO
ARTICLES OF INCORPORATION
OF
THE 100 EAST MAIN STREET CONDOMINIUMS ASSOCIATION, INC.**

The following provisions are hereby incorporated into the foregoing Articles of Incorporation for The 100 East Main Street Condominiums Association, Inc. In the event the foregoing Articles and this attachment conflict, this attachment shall control. The incorporator of this corporation under the Colorado Revised Nonprofit Corporation Act hereby certifies the following:

**ARTICLE I
NAME**

The name of the corporation is The 100 East Main Street Condominiums Association, Inc. (the "Association").

**ARTICLE II
PURPOSES OF THE ASSOCIATION**

The Association is organized pursuant to the Colorado Nonprofit Corporation Act (C.R.S. §7-121-101, *et seq.*, as amended). The Association does not contemplate pecuniary gain or profit of the members thereof. The primary purposes for which the Association is formed are to (i) provide for the operation, administration, use and maintenance of certain common elements and other property more fully described in the Condominium Declaration for The 100 East Main Street Condominiums Association, Inc. to be recorded in the office of the Clerk and Recorder of Pitkin County, Colorado, as may be amended from time to time (the "Declaration"); (ii) serve the legitimate interests of the owners of property governed by the Declaration (the "Property"); and (iii) promote the general health, safety, and welfare of the owners, residents and occupants of the Property.

**ARTICLE III
POWERS**

In furtherance of the purposes stated above, the Association shall have and may exercise all of the rights, powers, privileges, and immunities now or subsequently conferred upon nonprofit corporations organized under the laws of the State of Colorado.

ARTICLE IV
LIMITATION OF LIABILITY

No director of the Association shall have any liability to the Association or to its members for monetary damages for breach of fiduciary duty as a director, except to the extent such exemption from liability is not permitted under the Colorado Revised Nonprofit Corporation Act or the Colorado Common Interest Ownership Act. Any repeal or modification of the foregoing sentence shall not adversely affect any right or protection of a director in respect of any act or omission occurring prior to such repeal or modification.

ARTICLE V
BYLAWS

The Executive Board or Owners, as applicable, shall have the power to adopt and amend the Bylaws of the Association as it may deem proper for the management for the affairs of the Association as provided in the Bylaws. The Bylaws shall not be inconsistent with the Articles of Incorporation.

ARTICLE VI
DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon dissolution, the assets of the Association will be distributed to its members in accordance with C.R.S. §38-33.3-218 of the Colorado Common Interest Ownership Act.