

**ARTICLES OF INCORPORATION
FOR
GARAGE BUILDING CONDOMINIUM ASSOCIATION, INC.
(A Colorado Nonprofit Corporation)**

The undersigned signs and acknowledges, for delivery to the Secretary of State of Colorado, these Articles of Incorporation under the Colorado Revised Nonprofit Corporation Act.

**ARTICLE 1
NAME**

The name of the corporation is Garage Building Condominium Association, Inc. (the "Association").

**ARTICLE 2
DURATION**

The duration of the Association shall be perpetual.

**ARTICLE 3
DEFINITIONS**

The definitions set forth in the Declaration of Sun Vail Garage Building Condominiums (the "Declaration") shall apply to all capitalized terms set forth herein, unless otherwise defined herein.

**ARTICLE 4
PRINCIPAL OFFICE AND REGISTERED AGENT**

The principal office of the Association is 386 E. Hanson Ranch Rd., Vail, CO 81657. The Association's initial registered office shall be at the office of its registered agent at 1301 Washington Avenue, Suite 350, Golden, Colorado 80401, and its registered agent at such address is Orten Cavanagh Richmond & Holmes, LLC. The principal office and the registered agent and office of the Association may change from time to time, by action of the Board of Directors.

**ARTICLE 5
NONPROFIT**

The Association shall be a nonprofit corporation, without shares of stock, and does not contemplate pecuniary gain or profit for the members of the Association.

**ARTICLE 6
MEMBERSHIP RIGHTS AND QUALIFICATIONS**

The Association will have voting Members as Units are created and made subject to the Declaration. There shall be one membership for each Unit owned, which shall be automatically transferred upon the conveyance of the Unit. The qualifications of members of the Association, the voting rights, classes of members (if any) and other rights and obligations of members shall be contained in the Declaration and Bylaws of the Association, as these documents may be amended or supplemented. This membership shall be automatically transferred upon the conveyance of that Unit.

ARTICLE 7
PURPOSES AND POWERS OF THE ASSOCIATION

The purposes for which this Association is formed are as follows:

- (a) To operate and manage the Condominium Community known as "Sun Vail Garage Building Condominiums" for the purposes of enhancing and preserving the value of the Units and the Common Elements in the Community for the benefit of the Members;
- (b) To be and constitute the Association to which reference is made in the Declaration recorded or to be recorded in the real property records for the County of Eagle, State of Colorado, subject to:
 - 1. The Declaration (as defined and referred to above); and
 - 2. The Bylaws and such Rules, Regulations, Policies & Procedures as the Board of Directors of the Association may from time to time adopt;
- (c) To provide an entity for the furtherance of the interests of the owners of property subject to the Declaration;
- (d) To act for and on behalf of the members of the Association in all matters deemed necessary and proper for the protection, maintenance and improvement of the lands and improvements of the Community as more specifically provided for in the Declaration;
- (e) To eliminate or limit the personal liability of a Director to the Association or to the Members for monetary damages for breach of fiduciary duty as a Director, as allowed by law;
- (f) To perform all acts and services and exercise all powers and duties in accordance with the requirements for an Association of owners charged with the administration of the Community and Common Elements under the terms of the Colorado Common Interest Ownership Act, as amended (the "Act"), and as set forth in the Declaration;
- (g) To promote, foster and advance the health, safety and welfare of the Owners and occupants; and
- (h) To do any and all permitted acts suitable or incidental to any of the foregoing purposes and objects to the fullest extent permitted by law, and do any and all acts that in the opinion of the Board, will promote the common benefit and enjoyment of the members and occupants of the Condominium Community, and to have and to exercise any and all powers, rights and privileges which are granted under Colorado law, the Declaration, and Bylaws.

The foregoing statements of purpose shall be construed as a statement of both purposes and powers. The purposes and powers stated in each clause shall not be limited or restricted by reference to or inference from the terms or provisions of any other clause, but shall be broadly construed as independent purposes and powers.

ARTICLE 8
LIABILITY OF DIRECTORS

No director shall be personally liable to the Association or its members for monetary damages for any breach of fiduciary duty as a director, except for any of the following:

- (a) Any breach of the director's duty of loyalty to the Association or its members;
- (b) Any acts or omissions of the director not in good faith or that involve intentional misconduct or a knowing violation of law; or
- (c) Any transaction in which the director received improper personal benefit.

Nothing in these Articles of Incorporation shall be construed to deprive any director of the right to all defenses ordinarily available to a director, nor will anything herein be constructed to deprive any director of any right for contribution from any other director or other person.

Any repeal or modification of this Article shall be prospective only and shall not adversely affect any right or protection of a director of the Association existing at the time of such repeal or modification.

ARTICLE 9
BOARD OF DIRECTORS/EXECUTIVE BOARD

The business and affairs of the Association shall be conducted, managed and controlled by a Board of Directors (Executive Board). The initial Executive Board shall consist of three persons. The number of Executive Board members may be changed, and the qualifications of directors, method of election, term of office, and removal and filling of vacancies shall be as set forth in the Bylaws.

The Declarant of the Community shall have additional rights and qualifications as provided under the Act and the Declaration, including the right to appoint members of the Executive Board during the period of Declarant control.

ARTICLE 10
AMENDMENT

Amendment of these Articles is subject to the same amendment provisions as set forth in the Declaration; provided, however, that no amendment to these Articles of Incorporation shall be contrary to or inconsistent with the provisions of the Declaration.

ARTICLE 11
DISSOLUTION

In the event of the dissolution of the Association as a corporation, either voluntarily or involuntarily by the members, by operation of law or otherwise, then the assets of the Association shall be deemed to be owned by the members at the date of dissolution, as part of their Units as provided by the Declaration.

ARTICLE 12
INTERPRETATION

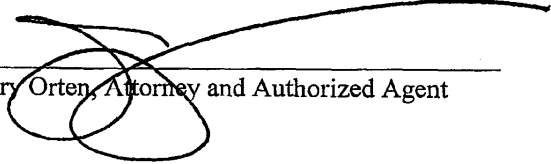
The terms and provisions of the Declaration are incorporated by reference when necessary to interpret, construe or clarify the provisions of these Articles. In the event of conflict, the terms of the Declaration shall control over these Articles of Incorporation and the Bylaws. In the case of conflict between the provisions of these Articles of Incorporation and the Bylaws, these Articles of Incorporation shall control.

ARTICLE 13
INCORPORATOR

The name and address of the Incorporator of the Association is Jerry Orten c/o Orten Cavanagh Richmond & Holmes, LLC, 1301 Washington Avenue, Suite 350, Golden, Colorado, 80401.

IN WITNESS WHEREOF, for the purposes of forming this corporation under the laws of the State of Colorado, the undersigned, as the incorporator of this Association, has executed these Articles of Incorporation this 11th day of December, 2008

ORTEN, CAVANAGH, RICHMOND & HOLMES, LLC



Jerry Orten, Attorney and Authorized Agent

The name and mailing address of the individual who causes this document to be delivered for filing, and to whom the Secretary of State may deliver notice if filing of this document is refused is: Jerry Orten of Orten Cavanagh Richmond & Holmes, LLC, 1301 Washington Avenue, Suite 350, Golden, CO 80401.

CONSENT OF REGISTERED AGENT

The undersigned hereby consents to the appointment as registered agent for the Association.

ORTEN CAVANAGH RICHMOND & HOLMES, LLC



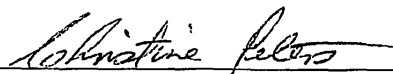
Jerry Orten

STATE OF COLORADO)
) ss.
COUNTY OF JEFFERSON)

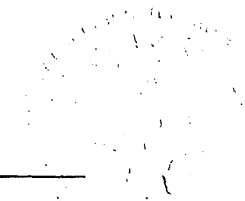
The foregoing was acknowledged before me on this 11th day of December, 2007.

Witness my hand and official seal.

My commission expires: October 24, 2012



Notary Public



**NOTICE
REGARDING
SUN VAIL GARAGE BUILDING CONDOMINIUMS**

- SUBJECTS:** Disclosure of documents and other information of the Sun Vail Garage Building Condominiums.
- PURPOSES:**
- 1) To provide notice of and disclose certain documents and information of the Sun Vail Garage Building Condominiums; and
 - 2) Through this notice, to promote the recreation, health, safety and welfare of the Owners and their tenants of the properties subject to the Declaration.
- AUTHORITY:** The recorded Declaration of Sun Vail Garage Building Condominiums, as recorded in the records of the Clerk and Recorder of the Eagle County, Colorado (the "Declaration"), and Colorado law.
- PROPERTIES AFFECTED:** All Units and properties within the Eagle County, State of Colorado, as made subject to the Declaration.
- EFFECTIVE DATE:** December 10, 2008.
- NOTICE:** Disclosure of documents and other information. The Association discloses the following:
- 1) The name of association is Garage Building Condominium Association, Inc.;
 - 2) The name of community is Sun Vail Garage Building Condominiums;
 - 3) The date on which fiscal year commences is January 1;
 - 4) The following information may be obtained by contacting the Association's registered agent and office of the Association, as maintained by the Association at the office of the Colorado Secretary of State:
 - a. The name of association's designated agent or management company;
 - b. The physical address and telephone number for both the association and the designated agent or management company;
 - c. The initial recording date of Declaration and other or related recording information;

- d. The current operating budget;
- e. A list, by unit type, and current assessments, including regular and special assessments;
- f. Annual financial statements, including amounts in reserve for preceding fiscal year;
- g. The results of any financial audit or review for preceding fiscal year;
- h. A list of association insurance policies;
- i. The Declaration;
- j. The Bylaws;
- k. The articles of incorporation;
- l. Rules, Regulations, Policies and Procedures governing the owners and the Community; and
- m. Minutes of board and member meetings for the preceding fiscal year.

Uses of Units in the Community. Uses of Units in the Community are governed and restricted by the Declaration and applicable local zoning. Each Owner acknowledges the terms of the Declaration on use have been reviewed and accepted by them, as covenants and restrictions binding on their Unit.

Restrictions on Ownership of Garage Units. The Declaration also contains restrictions on who can own Garage Units in the Community. Each Owner acknowledges the terms of the Declaration on ownership restrictions as having been reviewed and accepted by them.

Association's Agent for Management. The Association's agent for management of the properties subject to the Declaration may be contacted at the Community or through the principal office and/or registered agent and office of the Association, as maintained by the Association at the office of the Colorado Secretary of State.

Supplemental to Law. The provisions of this Notice shall be in addition to and in supplement of the terms and provisions of the Declaration and the law of the State of Colorado governing the Community.

**PRESIDENT'S
AND SECRETARY'S**

CERTIFICATION:

The undersigned, respectively being the President and the Secretary of Garage Building Condominium Association, Inc., certify that the foregoing Notice was approved and adopted by the Board of Directors of the Association at a duly called and held meeting on December 10, 2008, and in witness thereof, the undersigned have subscribed their names.

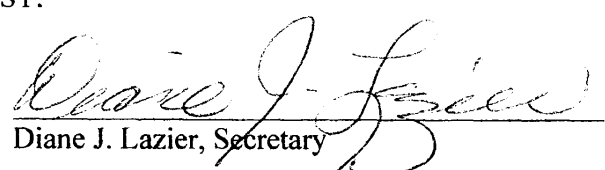
GARAGE BUILDING CONDOMINIUM ASSOCIATION, INC.,
a Colorado nonprofit corporation

By: _____


Robert T. Lazier, President

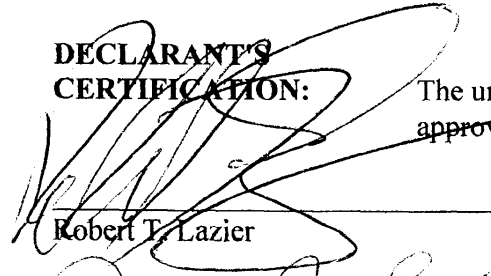
ATTEST:

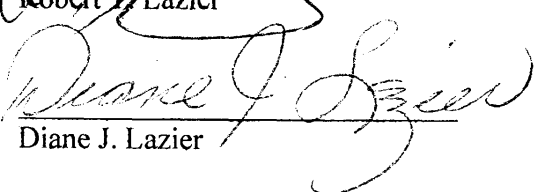
By: _____


Diane J. Lazier, Secretary

**DECLARANT'S
CERTIFICATION:**

The undersigned Declarant certifies that the foregoing Notice was approved and adopted.



Robert T. Lazier


Diane J. Lazier

STATE OF COLORADO)
) ss.
COUNTY OF EAGLE)

The foregoing was acknowledged before me on this 10th day of December, 2008, by Robert T. Lazier.

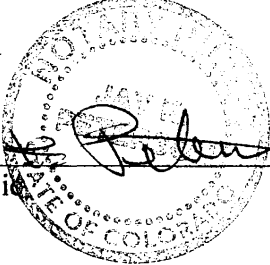
Witness my hand and official seal.
My Commission expires: March 9, 2009

Jay R. Rubin
Notary Public 

STATE OF COLORADO)
) ss.
COUNTY OF EAGLE)

The foregoing Declaration was acknowledged before me on this 10th day of December, 2008, by Diane J. Lazier.

Witness my hand and official seal.
My Commission expires: March 9, 2009

Jay R. Rubin
Notary Public 

AFTER RECORDING PLEASE RETURN TO:

ORTEN CAVANAGH RICHMOND & HOLMES, LLC
1301 Washington Avenue
Golden, CO 80401

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