

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
FOR
LOWRY COMMUNITY MASTER ASSOCIATION, INC.
(A Nonprofit Corporation)**

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

RECITALS

Lowry Community Master Association, Inc., a Colorado nonprofit corporation ("Master Association"), certifies to the Secretary of State of Colorado that:

By their signature below, the President and Secretary of the Board of Directors certify these Amended and Restated Articles of Incorporation received the affirmative vote of a majority of the members of the Board of Directors at a duly constituted meeting;

The provisions set forth in these Amended and Restated Articles of Incorporation supersede and replace the existing Articles of Incorporation and all amendments;

The Master Association desires to amend and restate its Articles of Incorporation currently in effect as set forth below and that the Articles of Incorporation of the Master Association are hereby amended by striking in their entirety Articles I through XIII, inclusive, and by substituting the following:

ARTICLE 1.

NAME

The name of the corporation is Lowry Community Master Association, Inc. (the "Master Association").

ARTICLE 2.

DURATION

The duration of the Master Association shall be perpetual.

ARTICLE 3.
DEFINITIONS

The definitions set forth in the Master Declaration of Covenants, Conditions and Restrictions for the Lowry Community, as amended, (“Master Declaration”) shall apply to all capitalized terms contained in these Articles, unless otherwise noted or the context provides otherwise.

ARTICLE 4.
NONPROFIT

The Master Association shall be a nonprofit corporation, without shares of stock.

ARTICLE 5.
PURPOSES AND POWERS OF MASTER ASSOCIATION

The purposes for which the Master Association is formed are as follows:

- (a) To operate and manage the master common interest community known as “Lowry,” a planned community, and to operate and manage the Property and Common Area included within the Community, situated in the City and County of Denver, State of Colorado, subject to the Declaration, plats, Maps, Bylaws and such Rules and Regulations as the Board of Directors may from time to time adopt, for the purposes of enhancing and preserving the value of the Property;
- (b) To maintain Lowry as a community of the highest quality and value, and to enhance and protect the Property’s value, desirability and attractiveness;
- (c) 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 Property under the terms of the Colorado Common Interest Ownership Act, as amended (the “Act”), and as set forth in the Master Declaration;
- (d) To act for and on behalf of the Members of the Master Association in all matters deemed necessary and proper for the protection, maintenance and improvement of the lands and improvements owned by the Members and this Master Association;
- (e) To provide for administration, maintenance, preservation, improvement and architectural review as contained in the Declaration;
- (f) To promote, foster and advance the health, safety and welfare of the residents;

(g) To eliminate or limit the personal liability of Directors to the Master Association or to the Members for monetary damages for breach of fiduciary duty, as allowed by law; 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 occupants, residents within the Lowry Community, and to have and to exercise any and all powers, rights and privileges which are granted under the Act, the Declaration, Bylaws and the laws applicable to a nonprofit corporation of the State of Colorado.

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 6.

MEMBERSHIP RIGHTS AND QUALIFICATIONS

Any person who holds title to Property or a Unit in the Community shall be a Member of the Master Association. Members may be of such classes of membership as established by the Master Declaration and the Bylaws, as the Master Declaration and Bylaws may be amended or supplemented. The authorized number and qualifications of Members of the Master Association, the voting and other rights and privileges of Members, Members' liability for Assessments, and the method of collection of Assessments shall be contained in the Governing Documents.

ARTICLE 7.

PRINCIPAL OFFICE AND REGISTERED AGENT

The current principal office of the Master Association is 390 Interlocken Crescent, Suite 500, Broomfield, CO 80021. The current registered agent of the Master Association is HindmanSanchez P.C. at the registered address of 5610 Ward Road, Suite 300, Arvada, CO 80002. The principal office and the registered agent and office of the Master Association may change from time to time, by action of the Board of Directors.

ARTICLE 8.

BOARD OF DIRECTORS

The business and affairs of the Master Association shall be conducted, managed and controlled by a Board of Directors. The Board of Directors may consist of any number between three and eleven persons. This number is set forth in the Bylaws and may be changed by a duly adopted amendment to the Bylaws.

The Declarant of the Community shall have additional rights and qualifications as provided under the Act and the Master Declaration, including the right to appoint members of the Board of Directors during the Period of Declarant Control. The Declarant or the Owners may establish such classes of membership of the Owners and of the Board of Directors so as to reasonably allow for representation of the various communities included within the Community. With such classifications, the Owners within a class may then elect only specified members of their class to the Board of Directors.

**ARTICLE 9.
AMENDMENT**

Amendment of these Articles shall require the affirmative vote of a majority of the Members of the Board of Directors present and voting at a duly constituted meeting; *provided, however,* that no amendment to these Articles of Incorporation shall be contrary to or inconsistent with the provisions of the Declaration.

**ARTICLE 10.
DISSOLUTION**

In the event of the dissolution of the Master Association as a corporation, either voluntarily or involuntarily by the Members, by operation of law, or otherwise, the assets of the Master Association shall be distributed in accordance with the Colorado Revised Nonprofit Corporation Act.

**ARTICLE 11.
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 and provisions of the Declaration shall control over these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned has signed these Amended and Restated Articles of Incorporation on this 28th day of June, 2007.

**LOWRY COMMUNITY MASTER
ASSOCIATION, INC.,**
a Colorado nonprofit corporation,

_____,
President

_____,
Secretary

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: Laura K. Sanchez, HindmanSanchez P.C., 5610 Ward Road, Suite 300, Arvada, CO 80002.

CONSENT OF REGISTERED AGENT

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

HINDMAN SANCHEZ P.C.

BY: _____
Laura K. Sanchez, Authorized
Representative

STATE OF COLORADO)
)ss:
COUNTY OF JEFFERSON)

The foregoing was acknowledged before me this _____ day of _____,
20____.

Witness my hand and official seal.

Notary Public
My Commission Expires: _____