

**ARTICLES OF AMENDMENT
CHANGING CORPORATE NAME FROM
INSPIRATION COMMUNITY ASSOCIATION, INC.
TO
HILLTOP CLUB ASSOCIATION, INC.
AND
AMENDED AND RESTATED
ARTICLES OF INCORPORATION
FOR
HILLTOP CLUB ASSOCIATION, INC.
(A Colorado 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 ("CRNCA").

RECITALS

Inspiration Community Association, Inc., a Colorado nonprofit corporation ("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 Articles of Amendment Changing Corporate Name from Inspiration Community Association, Inc. to Hilltop Club Association, Inc., and these Amended and Restated Articles of Incorporation for Hilltop Club Association, Inc., received the assent of a majority of a quorum of the voting power of the Members of the Association voting at a duly constituted meeting of the Members, or by written ballot without a meeting;

The provisions set forth herein supersede and replace the existing Articles of Incorporation and all amendments;

As this desire to amend the Articles of Incorporation by the Association and its Members occurs during the period in which the Declarant still has reserved Declarant rights ("Community Development Period"), as defined in Articles XI and XII of the Amended and Restated Declaration of Covenants, Conditions, and Restrictions for Inspiration Community Association, Inc., dated September 20, 2016 (the "Declaration"), the Declarant has reviewed the Amended and Restated Articles of Incorporation and acknowledges the replacement of the existing Articles of Incorporation and all amendments with the condition that these Amended and Restated Articles of Incorporation shall not supersede or replace Declarant rights as defined in the Declaration without further notice.

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

**ARTICLE 1
NAME**

The name of the corporation is Hilltop Club Association, Inc. (the "Association").

**ARTICLE 2
DURATION**

The duration of the Association shall be perpetual.

**ARTICLE 3
DEFINITIONS**

The definitions set forth in the Amended and Restated Declaration of Covenants, Conditions, and Restrictions for Inspiration Community Association, Inc., as may be amended ("Declaration"), shall apply to all capitalized terms contained in these Articles, unless otherwise defined herein.

**ARTICLE 4
NONPROFIT**

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

**ARTICLE 5
PURPOSES AND POWERS OF ASSOCIATION**

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

- (a) To operate and manage the property within a common interest community owned by the Association, including a clubhouse, surrounding property, and amenities ("Association Property"), known as "Hilltop Club Association," a planned age fifty-five plus community, and to operate and manage the Association Property situated in Douglas County, State of Colorado, subject to the Declaration, Tract A, Plats, Maps, Amended and Restated Bylaws, and such Rules and Regulations, and Policies and Procedures, as the Board of Directors may from time to time adopt, for the purposes of enhancing and preserving the value of the Association Property;
- (b) To maintain Hilltop Club Association as a community of the highest quality and value, and to enhance and protect the Association Property's value and desirability through the maintenance of Association Property and, potentially, other areas within the Community;
- (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 Association Property under the terms of the Colorado Common Interest Ownership Act, as amended ("CCIOA") and as set forth in the Declaration;
- (d) To provide for administration, maintenance, preservation, and improvement, of certain property and improvements within Association Property, as clarified further in the Declaration;

(e) To promote the health, safety and welfare of the Members of the Association within the Community;

(f) 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 within the Hilltop Club Association Community, and to have and to exercise any and all powers, rights, and privileges which are granted under the CRNCA, CCIOA, the Declaration, Bylaws, and the laws applicable to a nonprofit corporation of the State of Colorado.

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 ELIMINATION OF CERTAIN LIABILITIES OF DIRECTORS

There shall be no liability, either direct or indirect, of any director or officer acting within the scope of his or her duties as a director or officer, or any other person serving the Association at the direction of the Board of Directors, without compensation, to the Association or to its Members for monetary damages for breaches of fiduciary duties arising out of such services. Notwithstanding the foregoing, this provision shall not eliminate the liability of a director to the Association or its Members for any breach, act, omission, or transaction for which CCIOA or CRNCA expressly prohibits elimination of liability. See Hilltop Club Association Inc., Amended and Restated Bylaws, Article 12.1.

ARTICLE 7 MEMBERSHIP

There shall be one membership for each Lot owned within the Community. Membership shall be transferred upon the conveyance of the Lot pursuant to the procedures set forth in the Association's Bylaws. The authorized number and qualifications of Members of the 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 Declaration and Bylaws of the Association.

During the Community Development Period, Declarant shall retain all the rights reserved to Declarant for continued development of the Community as defined in and limited by Articles X through XII of the Declaration

ARTICLE 8 PRINCIPAL OFFICE AND REGISTERED AGENT

The current principal office of the Association is The Management Trust, at the principal office of 8400 S. Winnipeg Court, Aurora, CO 80016. The current registered agent of the Association is Altitude Community Law P.C., at the registered address of 555 Zang St., Suite 100, Lakewood, CO 80228. 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 9
BOARD OF DIRECTORS**

The business and affairs of the Association shall be conducted, managed and controlled by a Board of Directors, which shall consist of not less than three directors. The specific number is set forth in the Bylaws.

**ARTICLE 10
AMENDMENT**

Amendment of these Articles shall require the affirmative vote of the Members holding at least a majority of the votes in the Association entitled to be cast who are present and voting, in person or by proxy, at a regular or special meeting of the Members at which a quorum is present, or by written ballot without a meeting; provided, however, that no amendment to these Articles of Incorporation shall be contrary to or inconsistent with the provisions of the Declaration.

**ARTICLE 11
DISTRIBUTION OF ASSETS UPON DISSOLUTION**

The Association may be dissolved with the assent given by the Members of not less than sixty-seven percent (67%) of the votes allocated to the Lots. 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, the assets of the Association shall be distributed in accordance with CRNCA.

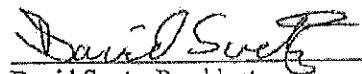
**ARTICLE 12
INTERPRETATION**

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 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 5 day of October, 2023

HILLTOP CLUB ASSOCIATION, INC.
a Colorado nonprofit corporation,

BY:


David Svetz, President

BY:


Sue Rothstein, 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 Melissa M. Garcia, Esq., c/o Altitude Community Law P.C., 555 Zang St., #100, Lakewood, CO 80228.

CONSENT OF REGISTERED AGENT

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

ALTITUDE COMMUNITY LAW P.C.

BY: _____,

Melissa M. Garcia

STATE OF COLORADO)

)ss:

COUNTY OF JEFFERSON)

The foregoing was acknowledged before me this 12th day of October, 2023.

Witness my hand and official seal.

Andrea Morgan Cicero
Notary Public

My Commission Expires: 8/26/24

