



# STATE OF COLORADO

DEPARTMENT OF  
STATE

## CERTIFICATE

I, DONETTA DAVIDSON, SECRETARY OF STATE OF THE STATE OF  
COLORADO HEREBY CERTIFY THAT

ACCORDING TO THE RECORDS OF THIS OFFICE

ENGLEWOOD/MCLELLAN RESERVOIR FOUNDATION  
(COLORADO NONPROFIT CORPORATION)

FILE # 19991103327 WAS FILED IN THIS OFFICE ON June 01, 1999  
AND HAS COMPLIED WITH THE APPLICABLE PROVISIONS OF THE  
LAWS OF THE STATE OF COLORADO AND ON THIS DATE IS IN GOOD  
STANDING AND AUTHORIZED AND COMPETENT TO TRANSACT BUSINESS  
OR TO CONDUCT ITS AFFAIRS WITHIN THIS STATE.

Dated: December 21, 1999

*Donetta Davidson*

SECRETARY OF STATE

ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF

19991238969 C  
\$ 40.00  
SECRETARY OF STATE  
12-21-1999 10:00:03

ENGLEWOOD/MCLELLAN RESERVOIR FOUNDATION

Pursuant to the provisions of the Colorado Revised Nonprofit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is Englewood/McLellan Reservoir Foundation.

SECOND: The text of the amendment adopted was as follows:

(I) Article VIII is hereby amended in its entirety to read as follows:

ARTICLE VIII

BYLAWS

The initial Bylaws of the Corporation shall be adopted by the Board of Directors. Such Board shall have the power to alter, amend or repeal the Bylaws. Such Bylaws may contain any provisions for the regulation or management of the affairs of the Corporation which are not inconsistent with the law or these Articles of Incorporation, as the same may from time to time be amended. However, no Bylaw at any time in effect, and no amendment to the Bylaws, shall have the effect of giving any director or officer of this Corporation any proprietary interest in its property or assets whether during the term of its existence or as an incident to its dissolution. Further, the Bylaws may not, except with the consent of the City Council of the City of Englewood, Colorado, be altered, amended or repealed in a manner which would impair or defeat, either directly or indirectly, the

purpose for which the Corporation was formed or the transfer to the City of Englewood, Colorado of the assets of the Foundation upon dissolution of the Corporation, nor may any transfer of assets, loan, encumbrance or other corporate action be taken which would have such effect.

(II) Article XI is hereby amended in its entirety to read as follows:

ARTICLE XI

AMENDMENT

The Board of Directors reserves the right from time to time to amend, alter, change or repeal these Articles of Incorporation by the affirmative vote of a majority of the directors in office. However, these Articles of Incorporation may not, except with the consent of the City Council of the City of Englewood, Colorado, be altered, amended or repealed in a manner which would impair or defeat, either directly or indirectly, the purpose for which the Corporation was formed or the transfer to the City of Englewood, Colorado of the assets of the Foundation upon dissolution of the Corporation, nor may any transfer of assets, loan, encumbrance or other corporate action be taken which would have such effect.

THIRD: The foregoing amendment to the Articles of Incorporation was adopted by the board of directors without member action on the 9 day of November, 1999. Member action was not required.

Englewood/McLellan Reservoir Foundation

By: Stewart H. Fonda  
Stewart H. Fonda, President