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CERTIFICATE OF CONVERSION

ELED  
DONETTA DAVIDSON  
COLORADO SECRETARY OF STATE

Pursuant to the provisions of the Colorado Corporations and Associations Act (the "Act"), the undersigned corporation, having approved and complied with the terms and conditions of conversion in accordance with Section 7-90-201 of the Act to convert the undersigned corporation to a nonprofit corporation, adopts and files this Certificate of Conversion with the Secretary of State of Colorado:

FIRST: The name, address, form of entity, and state of organization of the converting entity are:

DPC 20021335356  
6<sup>th</sup> Avenue West Homeowners Association, Inc.  
6595 West 14<sup>th</sup> Avenue, Suite 204  
Lakewood, Colorado 80214  
A for-profit corporation  
organized under the laws of the  
State of Colorado

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\$ 110.00  
SECRETARY OF STATE  
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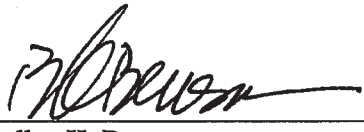
SECOND: The name, address, form of entity, and state of organization of the resulting entity are:

6<sup>th</sup> Avenue West Homeowners Association, Inc.  
6595 West 14<sup>th</sup> Avenue, Suite 204  
Lakewood, Colorado 80214  
A nonprofit corporation  
organized under the laws of the  
State of Colorado

THIRD: The number of votes cast by the incorporators of the converting entity for conversion was 1, and the number of votes cast against conversion was 0, which was a unanimous vote of the incorporators of the converting corporation for conversion.

DATED, this 25 day of April, 2003.

6<sup>TH</sup> AVENUE WEST HOMEOWNERS  
ASSOCIATION, INC.

By:   
Bradley K. Benson  
Incorporator

