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**Statement of Merger**  
**(Surviving Entity is a Domestic Entity)**

filed pursuant to § 7-90-203.7 of the Colorado Revised Statutes (C.R.S.)

1. For each merging entity, its ID number (if applicable), entity name or true name, form of entity, jurisdiction under the law of which it is formed, and principal address are

ID Number	<u>20021183969</u> <i>(Colorado Secretary of State ID number)</i>		
Entity name or true name	<u>Lakeside I Townhouses Association</u>		
Form of entity	<u>Colorado Nonprofit Corporation</u>		
Jurisdiction	<u>Colorado</u>		
<u>Street</u> address	<u>699 N. Summit Boulevard</u> <i>(Street number and name)</i>		
	<u>#J</u>		
	<u>Frisco</u> <i>(City)</i>	<u>CO</u> <i>(State)</i>	<u>80443</u> <i>(ZIP/Postal Code)</i>
	<u></u> <i>(Province - if applicable)</i>	<u></u> <i>(Country)</i>	
<u>Mailing</u> address (leave blank if same as street address)	<u>P.O. Box 1815</u> <i>(Street number and name or Post Office Box information)</i>		
	<u>Frisco</u> <i>(City)</i>	<u>CO</u> <i>(State)</i>	<u>80443</u> <i>(ZIP/Postal Code)</i>
	<u></u> <i>(Province - if applicable)</i>	<u></u> <i>(Country)</i>	

ID Number	<u>NA</u> <i>(Colorado Secretary of State ID number)</i>		
Entity name or true name	<u></u>		
Form of entity	<u></u>		

Jurisdiction \_\_\_\_\_

Street address \_\_\_\_\_

(Street number and name)

(City)

(State)

(ZIP/Postal Code)

(Province - if applicable)

(Country)

Mailing address

(leave blank if same as street address)

(Street number and name or Post Office Box information)

(City)

(State)

(ZIP/Postal Code)

(Province - if applicable)

(Country)

ID Number

NA

(Colorado Secretary of State ID number)

Entity name or true name \_\_\_\_\_

Form of entity \_\_\_\_\_

Jurisdiction \_\_\_\_\_

Street address \_\_\_\_\_

(Street number and name)

(City)

(State)

(ZIP/Postal Code)

(Province - if applicable)

(Country)

Mailing address

(leave blank if same as street address)

(Street number and name or Post Office Box information)

(City)

(State)

(ZIP/Postal Code)

(Province - if applicable)

(Country)

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

- There are more than three merging entities and the ID number (if applicable), entity name or true name, form of entity, jurisdiction under the law of which it is formed, and the principal address of each additional merging entity is stated in an attachment.

2. For the surviving entity, its entity ID number (if applicable), entity name or true name, form of entity, jurisdiction under the law of which it is formed, and principal address are

ID Number 19871642753  
*(Colorado Secretary of State ID number)*

Entity name or true name The Lakeside II Townhouse Association

Form of entity Nonprofit Corporation

Jurisdiction Colorado

Street address 699 N. Summit Boulevard  
*(Street number and name)*

#J \_\_\_\_\_

Frisco CO 80443  
*(City) (State) (ZIP/Postal Code)*

\_\_\_\_\_  
*(Province - if applicable) (Country)*

Mailing address P.O. Box 1815  
*(leave blank if same as street address) (Street number and name or Post Office Box information)*

\_\_\_\_\_  
Frisco CO 80443  
*(City) (State) (ZIP/Postal Code)*

\_\_\_\_\_  
*(Province - if applicable) (Country)*

3. Each merging entity has been merged into the surviving entity.

4. *(If the following statement applies, adopt the statement by marking the box.)*

The plan of merger provides for amendments to a constituent filed document of the surviving entity and an appropriate statement of change or other document effecting the amendments will be delivered to the Secretary of State for filing pursuant to Part 3 of Article 90 of Title 7, C.R.S.

5. *(If the following statement applies, adopt the statement by marking the box and state the appropriate document number(s).)*

One or more of the merging entities is a registrant of a trademark described in a filed document in the records of the secretary of state and the document number of each filed document is

Document number \_\_\_\_\_  
 Document number \_\_\_\_\_  
 Document number \_\_\_\_\_

*(If the following statement applies, adopt the statement by marking the box and include an attachment.)*

There are more than three trademarks and the document number of each additional trademark is stated in an attachment.

6. *(If applicable, adopt the following statement by marking the box and include an attachment.)*

This document contains additional information as provided by law.

7. *(Caution: Leave blank if the document does not have a delayed effective date. Stating a delayed effective date has significant legal consequences. Read instructions before entering a date.)*

*(If the following statement applies, adopt the statement by entering a date and, if applicable, time using the required format.)*

The delayed effective date and, if applicable, time of this document are \_\_\_\_\_  
*(mm/dd/yyyy hour:minute am/pm)*

**Notice:**

Causing this document to be delivered to the Secretary of State for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that such document is such individual's act and deed, or that such individual in good faith believes such document is the act and deed of the person on whose behalf such individual is causing such document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S. and, if applicable, the constituent documents and the organic statutes, and that such individual in good faith believes the facts stated in such document are true and such document complies with the requirements of that Part, the constituent documents, and the organic statutes.

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8. The true name and mailing address of the individual causing this document to be delivered for filing are

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<u>P.O. Box 280</u>			
<i>(Street number and name or Post Office Box information)</i>			
<hr/>			
<u>Frisco</u>	<u>CO</u>	<u>80443</u>	
<i>(City)</i>	<i>(State)</i>	<i>(ZIP/Postal Code)</i>	
<i>(Province - if applicable)</i>	<i>(Country)</i>		

*(If applicable, adopt the following statement by marking the box and include an attachment.)*

This document contains the true name and mailing address of one or more additional individuals causing the document to be delivered for filing.

**Disclaimer:**

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**PLAN OF MERGER OF  
LAKESIDE TOWNHOUSE ASSOCIATION,  
A COLORADO NONPROFIT CORPORATION**

Following is the Plan of Merger of Lakeside Townhouse Association, a Colorado nonprofit corporation:

1. **NAME:** The names of the nonprofit corporations proposing to merge are: **Lakeside I Townhouses Association**, a Colorado nonprofit corporation and **The Lakeside II Townhouse Association**, a Colorado nonprofit corporation. Lakeside II Townhouse Association is the corporation into which The Lakeside I Townhouses Association proposes to merge. Upon completion of the Plan of Merger, Lakeside II Townhouses Association will change its name to **Lakeside Townhouse Association** and is hereafter designated as the surviving corporation.

2. **GOVERNING DOCUMENTS:** The surviving corporation will act as the "Townhouse Association" identified in the Declaration of Covenants, Conditions and Restrictions for The Lakeside Townhouses as modified or amended in the attached First Amendment to Declaration of Covenants, Conditions and Restrictions for The Lakeside Townhouses to be recorded in the records of the Summit County Clerk and Recorder. The Articles of Incorporation, Bylaws and Rules and Policies of Lakeside II Townhouse Association will govern the surviving corporation. Each unit owner in the Townhouse Association will be entitled to one vote for each unit owned at all elections and on all matters that may come before a meeting of the Townhouse Association members.

3. **PROPERTY:** The Common Area real and personal property of both Lakeside I Townhouses Association and The Lakeside II Townhouse Association will be owned by the surviving entity, Lakeside Townhouse Association.

4. **CASH AND RESERVE FUNDS:** Lakeside I has cash in accounts and reserve funds of approximately \$8,602.00. Lakeside II has cash in accounts and reserve funds of approximately \$11,743.00. All Lakeside I cash and reserve fund accounts will be transferred to the surviving corporation, Lakeside Townhouse Association. Each member of the Lakeside I Townhouse Association will receive a credit against 2009 assessments in the amount of \$350 for the average per unit amount Lakeside I funds exceed the average per unit Lakeside II funds and each member of the Lakeside II Townhouse Association will be assessed not more than an additional \$300.00 so that the average per unit reserve fund for all members in the merged association are equal.

5. **BOARD OF DIRECTORS:** The surviving corporation will have 5 members on the Board of Directors. The initial board of the surviving corporation will be elected by a mail ballot of all owners contemporaneously with this Plan of Merger.

6. **EFFECT OF MERGER:**

A. At the effective time of the merger, Lakeside I Townhouses Association and The Lakeside II Townhouse Association shall cease to exist separately and Lakeside I Townhouses

Association shall be merged with and into The Lakeside II Townhouse Association in accordance with the provisions of this Plan of Merger and the Colorado Non-Profit Corporation Act.

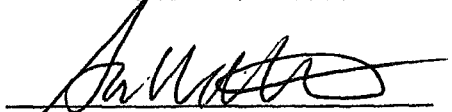
B. The Lakeside II Townhouse Association shall possess all the rights and privileges of each of the merged corporations. It shall also possess title to all real, personal, and mixed property of and debts due to the merging corporations. Every other interest belonging to or due to each of the merging corporations shall be deemed to be transferred to and vested in The Lakeside II Townhouse Association, the surviving corporation, without the necessity for further act. The title to any real estate, or any interest in the real estate, vested in either of the merging corporations shall not revert to the merging corporations or be in any way impaired by the merger, but shall vest in The Lakeside II Townhouse Association.

C. The Lakeside II Townhouse Association shall assume and be liable for all of the liabilities and obligations of the merging corporations. The Lakeside II Townhouse Association may prosecute or defend to judgment any claim existing or any action or proceeding pending by or against either of the merging corporations as if the merger had not taken place, or The Lakeside II Townhouse Association may be substituted in place of the merging corporations. The merger shall impair neither the rights of creditors nor any liens upon the property of either of the merging corporations.

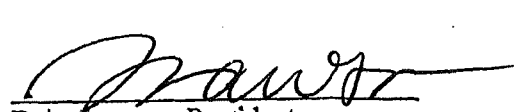
D. It is intended by this Plan of Merger that all rights, obligations, rules and regulations, actions, etc. previously taken by the Boards of the merged nonprofit corporations be assumed and become rights of and actions by the surviving nonprofit corporation, as though the surviving nonprofit corporation had been a party to any such actions, agreements, rights, or obligations itself, and that to the extent inadvertently omitted herein, the surviving corporation shall be empowered to perform, carry out and/or ratify any business that it or its Board deems necessary, including, but not limited to, concluding work any of the merged corporations begun prior to the merger.

7. FURTHER ACTION: From time to time before the merger and when requested by Lakeside I Townhouses Association and The Lakeside II Townhouse Association, the other party will take such actions as the requesting party may deem necessary or desirable and as are reasonable in order to vest in and confirm to The Lakeside II Townhouse Association title to and possession of all of its property, rights, privileges, powers, and franchises and otherwise to carry out the intent and purpose of this plan of merger.

Lakeside I Townhouses Association

  
Ann Walther, President

The Lakeside II Townhouses Association

  
Dave Lawson, President