



# REZONING GUIDE

Rezoning Application Page 1 of 4

## Zone Map Amendment (Rezoning) - Application

PROPERTY OWNER INFORMATION*		PROPERTY OWNER(S) REPRESENTATIVE**	
<input checked="" type="checkbox"/> CHECK IF POINT OF CONTACT FOR APPLICATION		<input type="checkbox"/> CHECK IF POINT OF CONTACT FOR APPLICATION	
<input checked="" type="checkbox"/> CHECK IF POINT OF CONTACT FOR FEE PAYMENT***		<input type="checkbox"/> CHECK IF POINT OF CONTACT FOR FEE PAYMENT***	
Property Owner Name	Park Avenue Housing Corporation	Representative Name	
Address	2111 Champa Street	Address	
City, State, Zip	Denver, CO 80205	City, State, Zip	
Telephone		Telephone	
Email	jp@coloradocoalition.org	Email	
*All standard zone map amendment applications must be initiated by owners (or authorized representatives) of at least 51% of the total area of the zone lots subject to the rezoning. See page 4.		**Property owner shall provide a written letter authorizing the representative to act on his/her behalf.	
		***If contact for fee payment is other than above, please provide contact name and contact information on an attachment.	
SUBJECT PROPERTY INFORMATION			
Location (address):	3500 - 3600 Park Avenue W Denver, CO 80216		
Assessor's Parcel Numbers:	0227300094000 & 0227300082000		
Area in Acres or Square Feet:	97,400sf (total combined)		
Current Zone District(s):	I-B, UO-2		
PROPOSAL			
Proposed Zone District:	C-MX-8		
PRE-APPLICATION INFORMATION			
In addition to the required pre-application meeting with Planning Services, did you have a concept or a pre-application meeting with Development Services?	<input checked="" type="checkbox"/> <b>Yes - State the contact name &amp; meeting date</b> <u>Edson Ibanez, May 18, 2022</u> <input type="checkbox"/> <b>No - Describe why not (in outreach attachment, see bottom of p. 3)</b>		
Did you contact the City Council District Office regarding this application ?	<input checked="" type="checkbox"/> <b>Yes - if yes, state date and method</b> <u>Email, June 27, 2022</u> <input type="checkbox"/> <b>No - if no, describe why not (in outreach attachment, see bottom of p. 3)</b>		

**REZONING REVIEW CRITERIA (ACKNOWLEDGE EACH SECTION)**

<p>General Review Criteria DZC Sec. 12.4.10.7.A</p> <p>Check box to affirm <b>and</b> include sections in the review criteria narrative attachment</p>	<p><input checked="" type="checkbox"/> <b>Consistency with Adopted Plans: The proposed official map amendment is consistent with the City's adopted plans, or the proposed rezoning is necessary to provide land for a community need that was not anticipated at the time of adoption of the City's Plan.</b></p> <p>Please provide a review criteria narrative attachment describing <b>how</b> the requested zone district is consistent with the policies and recommendations found in <b>each</b> of the adopted plans below. Each plan should have its' own subsection.</p> <p><b>1. Denver Comprehensive Plan 2040</b></p> <p>In this section of the attachment, describe <b>how</b> the proposed map amendment is consistent with <i>Denver Comprehensive Plan 2040's</i> a) equity goals, b) climate goals, and c) any other applicable goals/strategies.</p> <p><b>2. Blueprint Denver</b></p> <p>In this section of the attachment, describe <b>how</b> the proposed map amendment is consistent with: a) the neighborhood context, b) the future place type, c) the growth strategy, d) adjacent street types, e) plan policies and strategies, and f) equity concepts contained in <i>Blueprint Denver</i>.</p> <p><b>3. Neighborhood/ Small Area Plan and Other Plans (List all from pre-application meeting, if applicable):</b>  <u>Globeville Neighborhood Plan (2014), Central Platte Valley Comprehensive Plan Amendment</u></p>
<p>General Review Criteria: DZC Sec. 12.4.10.7. B &amp; C</p> <p>Check boxes to the right to affirm <b>and</b> include a section in the review criteria for Public Health, Safety and General Welfare narrative attachment.</p>	<p><input checked="" type="checkbox"/> <b>Uniformity of District Regulations and Restrictions: The proposed official map amendment results in regulations and restrictions that are uniform for each kind of building throughout each district having the same classification and bearing the same symbol or designation on the official map, but the regulations in one district may differ from those in other districts.</b></p> <p><input checked="" type="checkbox"/> <b>Public Health, Safety and General Welfare: The proposed official map amendment furthers the public health, safety, and general welfare of the City.</b></p> <p>In the review criteria narrative attachment, please provide an additional section describing <b>how</b> the requested rezoning furthers the public health, safety and general welfare of the City.</p>
<p>Review Criteria for Non-Legislative Rezoning: DZC Sec. 12.4.10.8</p> <p>For Justifying Circumstances, check box and include a section in the review criteria narrative attachment.</p> <p>For Neighborhood Context, Purpose and Intent, check box <b>and</b> include a section in the review criteria narrative attachment.</p>	<p><b>Justifying Circumstances - One of the following circumstances exists:</b></p> <p><input type="checkbox"/> The existing zoning of the land was the result of an error;</p> <p><input type="checkbox"/> The existing zoning of the land was based on a mistake of fact;</p> <p><input type="checkbox"/> The existing zoning of the land failed to take into account the constraints of development created by the natural characteristics of the land, including, but not limited to , steep slopes, floodplain, unstable soils, and inadequate drainage;</p> <p><input checked="" type="checkbox"/> Since the date of the approval of the existing Zone District, there has been a change to such a degree that the proposed rezoning is in the public interest. Such change may include:</p> <p style="padding-left: 20px;">a. Changed or changing conditions in a particular area, or in the city generally; or</p> <p style="padding-left: 20px;">b. A City adopted plan; or</p> <p style="padding-left: 20px;">c. That the City adopted the Denver Zoning Code and the property retained Former Chapter 59 zoning.</p> <p><input type="checkbox"/> It is in the public interest to encourage a departure from the existing zoning through application of supplemental zoning regulations that are consistent with the intent and purpose of, and meet the specific criteria stated in, Article 9, Division 9.4 (overlay Zone Districts) of this Code.</p> <p>In the review criteria narrative attachment, please provide an additional section describing the selected justifying circumstance. If the changing conditions circumstance is selected, describe changes since the site was last zoned. Contact your pre-application case manager if you have questions.</p> <p><input checked="" type="checkbox"/> <b>The proposed official map amendment is consistent with the description of the applicable neighborhood context, and with the stated purpose and intent of the proposed Zone District.</b></p> <p>In the review criteria narrative attachment, please provide a separate section describing <b>how</b> the rezoning aligns with a) the proposed district neighborhood context description, b) the general purpose statement, and c) the specific intent statement found in the Denver Zoning Code.</p>

Last updated: February 16, 2021

**Return completed form and attachments to [rezoning@denvergov.org](mailto:rezoning@denvergov.org)**

**REQUIRED ATTACHMENTS**

Please check boxes below to affirm the following **required** attachments are submitted with this rezoning application:

- Legal Description of subject property(s). **Submit as a separate Microsoft Word document.** View guidelines at: <https://www.denvergov.org/content/denvergov/en/transportation-infrastructure/programs-services/right-of-way-survey/guidelines-for-land-descriptions.html>
- Proof of ownership document for each property owner signing the application, such as (a) Assessor's Record, (b) Warranty deed, or (c) Title policy or commitment dated no earlier than 60 days prior to application date. If the owner is a corporate entity, proof of authorization for an individual to sign on behalf of the organization is required. This can include board resolutions authorizing the signer, bylaws, a Statement of Authority, or other legal documents as approved by the City Attorney's Office.
- Review Criteria Narratives. See page 2 for details.

**ADDITIONAL ATTACHMENTS (IF APPLICABLE)**

Additional information may be needed and/or required. Please check boxes below identifying additional attachments provided with this application.

- Written narrative explaining reason for the request** (optional)
- Outreach documentation attachment(s).** Please describe any community outreach to City Council district office(s), Registered Neighborhood Organizations (RNOs) and surrounding neighbors. If outreach was via email- please include email chain. If the outreach was conducted by telephone or meeting, please include contact date(s), names and a description of feedback received. If you have not reached out to the City Council district office, please explain why not. (optional - encouraged )
- Letters of Support.** If surrounding neighbors or community members have provided letters in support of the rezoning request, please include them with the application as an attachment (optional).
- Written Authorization to Represent Property Owner(s)** (if applicable)
- Individual Authorization to Sign on Behalf of a Corporate Entity** (e.g. if the deed of the subject property lists a corporate entity such as an LLC as the owner, this is document is required.)
- Other Attachments.** Please describe below.



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## PROPERTY OWNER OR PROPERTY OWNER(S) REPRESENTATIVE CERTIFICATION

We, the undersigned represent that we are the owner(s) of the property described opposite our names, or have the authorization to sign on behalf of the owner as evidenced by a Power of Attorney or other authorization attached, and that we do hereby request initiation of this application. I hereby certify that, to the best of my knowledge and belief, all information supplied with this application is true and accurate. I understand that without such owner consent, the requested official map amendment action cannot lawfully be accomplished.

Property Owner Name(s) (please type or print legibly)	Property Address City, State, Zip Phone Email	Property Owner Interest % of the Area of the Zone Lots to Be Rezoned	Please sign below as an indication of your consent to the above certification statement	Date	Indicate the type of ownership documentation provided: (A) Assessor's record, (B) warranty deed, (C) title policy or commitment, or (D) other as approved	Has the owner authorized a representative in writing? (YES/NO)
<b>EXAMPLE</b> John Alan Smith and Josie Q. Smith	123 Sesame Street Denver, CO 80202 (303) 555-5555 sample@sample.gov	100%	<i>John Alan Smith Josie Q. Smith</i>	01/12/20	(A)	YES
Park Avenue Housing Corporation, John Parvensky, President	3500 - 3600 Park Avenue W Denver, CO 80216	100	<i>[Signature]</i>	7-12-22	B	YES <input checked="" type="checkbox"/> NO
						<input checked="" type="checkbox"/> YES NO
						YES
						YES



July 13, 2022

City and County of Denver  
Community Planning and Development, Planning Services  
201 W. Colfax Ave, Dep't 205  
Denver, CO 80202

**RE: Rezoning Request, Review Criteria  
3500 – 3600 Park Avenue W**

To Whom It May Concern:

This written narrative and rezoning review criteria is being submitted as an attachment to the rezoning application at the below referenced property.

Address:	3500 – 3600 Park Avenue W
Schedule Numbers:	0227300094000; 0227300082000
Neighborhood / Council District:	Globeville, Council District 9 (CdeBaca)
Current Zoning:	I-B UO-2
Proposed Zoning:	C-MX-8

Park Avenue Housing Corporation, together with its parent organization, the Colorado Coalition for the Homeless (CCH), intends to redevelop the property to provide affordable, multi-family housing. The current zone district is outdated and inconsistent with recently adopted City and neighborhood plans for the area.

Criteria for review of a rezoning application is found in Denver Zoning Code (DZC) §12.4.10.7 and §12.4.10.8.

**DZC §12.4.10.7 – Consistency with Adopted Plans**

The following adopted plans apply to this application:

1. Denver Comprehensive Plan 2040
2. Blueprint Denver 2019
3. Globeville Neighborhood Plan
4. Central Platte Valley Comprehensive Plan Amendment

*2111 Champa Street Denver, Colorado 80205  
Tel: 303-293-2217 Fax: 303-297-1653  
TTY: 303-291-6950  
[www.coloradocoalition.org](http://www.coloradocoalition.org)*



### Denver Comprehensive Plan 2040

This rezoning request is consistent with several strategies adopted in Denver Comprehensive Plan 2040, including equity and climate goals:

- Equitable, Affordable, and Inclusive Goal 1, Strategy A – *Increase development of housing units close to transit and mixed use development.*

The subject property is adjacent to RTD Bus Route 38, a major bus line which provides direct access to downtown Denver, surrounding communities, and critical services. The subject property is also approximately 0.5 miles from 41<sup>st</sup> & Fox Avenue LRT station. Developing new residential housing near both bus and light rail transit options are critical steps to realize the goals of Denver Comprehensive Plan. Yet, the current zoning at this location does not allow for residential development. Proposed new C-MX-8 zoning would allow for both new development of residential units and mixed use development near the high-frequency transit bus lines and RTD station at 41<sup>st</sup> & Fox.

- Equitable, Affordable and Inclusive Goal 2, Strategy A – *Create a greater mix of housing options in every neighborhood for all individuals and families.*

C-MX-8 allows the property to support a mix of housing options including multi-family apartments that provide new options for individuals and families within the Globeville neighborhood.

- Strong and Authentic Neighborhoods Goal 1, Strategy D – *Encourage quality infill development that is consistent with the surrounding neighborhood and offers opportunities for increased amenities.*

Rezoning would allow new housing infill development at an appropriate scale for the neighborhood and surrounding network.

- Environmentally Resilient Goal 8, Strategy A – *Promote infill development where infrastructure and services are already in place*

Subject property has existing infrastructure and services in place to support future residential or mixed-use development. Encouraging residential development at this location through rezoning allows sustainable new development.

### Denver Blueprint 2019



This rezoning request is consistent with policies, strategies and concepts as defined and adopted in Blueprint Denver 2019.

#### *Future Context*

Blueprint Denver identifies this property's future context as **Urban Center**. Urban Center areas are intended to promote "a high mix of uses throughout the area, with multi-unit residential typically in multi-story, mixed-use building forms." In its current zone district of I-B, this property cannot realize the intentions identified in Blueprint Denver and is therefore inconsistent with City-wide goals.

Proposed new zoning, C-MX-8, provides both a neighborhood context and mixed-use zone district that furthers the stated Future Context goals of Blueprint Denver.

#### *Future Places*

Blueprint Denver further identifies the subject property's future place as **Community Center**. Community Centers are 'typically a balance of residential and employment.' Buildings in a community center future place can have heights generally up to 12 stories. Again, Blueprint Denver Future Places support mixed use and residential development density allowable under the proposed new zone district C-MX-8

#### *Growth Strategy*

According to Blueprint Denver, Denver is anticipated to add 90,000 households by 2040. In order to strategically direct and absorb this growth, Denver has identified places that are more suited to capture higher growth. Community Centers are intended to see 25% of the anticipated housing growth, however, current zoning does not support any new residential units in this location. Rezoning the site to C-MX-8 allows the site to support residential growth as outlined in Blueprint Denver and help Denver meet its goals of sustainable development.

#### Globeville Neighborhood Plan

The Globeville Neighborhood Plan, adopted in 2014 and amended in 2016, identified future Concept Land Use. The plan recommends future land use in this subject property be "Mixed Use" (p33). Mixed Use future land use is intended to have both a sizable employment base as well a variety of mid- to high-density housing options. Rezoning from I-B to a C-MX district aligns the Zoning Code with adopted



long-term planning goals for the neighborhood. Further, the Globeville Neighborhood Plan recommends maximum allowable building heights of 8 stories in this location (p36).

Finally, Goal B14A (p45) states “Provide a Broad Range of Housing Types and Price Levels.” n Mixed Use, TOD and Urban Residential concept land use areas, multi-family and attached residential buildings are encouraged. Rezoning to C-MX-8 meets the goals and recommendations of the Globeville Neighborhood Plan in both land use and density.

#### Central Platte Valley Comprehensive Plan Amendment

The CPV Comprehensive Plan Amendment describes this area as a ‘flex area, where developments of mixed use are encouraged, and utility infrastructure is available and reusable. This promotes sustainable development by re-using existing infrastructure and immediately helps Denver meet its stated strategic goals.

#### **DZC §12.4.100.8 – Justifying Circumstances & Neighborhood Context**

*Since the date of the approval of the existing Zone District, there has been a change to such a degree that the proposed rezoning is in the public interest.*

As outlined in prior sections, the current zoning of I-B simply does not permit this area to be developed in a way that is consistent with the adopted Neighborhood and City-wide goals. Long-term planning documents consistently describe the future of this area as mixed use, higher density, and a target for future growth area; rezoning this property to C-MX-8 is necessary to implement the goals of Blueprint Denver, Denver Comprehensive Plan and the Globeville Neighborhood Plan.

*This proposed official map amendment is consistent with the description of the applicable neighborhood context, and with the state purpose and intent of the proposed Zone District.*

3500 – 3600 Park Avenue W is located within the Globeville neighborhood and is in close proximity to city center areas such as Ballpark and RiNo. The Urban Center (C-) Context designation consists of multi-unit residential and mixed commercial strips and commercial centers. Several properties have been rezoned in recent years in the 41<sup>st</sup> and Fox Station Area to an Urban Center (C-) designation as well as properties to the south and east of the subject area.





Mixed Use (-MX-) Districts are intended to promote safe, active, and pedestrian-scaled diverse areas through the use of building forms that clearly define and activate the public street edge. C-MX-8 applies to areas or intersections served primarily by arterial streets where a building scale of 2 – 8 stories is desired. At the edge of arterial road, Park Avenue, the C-MX-8 designation is consistent with the context, density, and desired land uses for this area.

### **Community Outreach**

CCH has had preliminary discussions with the Office of City Council District 9. CCH has reached out to all neighborhood organizations within this area, and to date, has met with the Denver North Business Association (DeNoBa).

### **Required Additional Attachments:**

- A Legal Description
- B Proof of Ownership (Warranty Deed)
- C Proof of Individual Authorization for Corporate Entity (Park Avenue Housing Corporation)

## LEGAL DESCRIPTION

### Parcel 1:

That part of the Northwest Quarter of the Northwest Quarter of Section 27, Township 3 South, Range 68 West of the Sixth Principal Meridian, more particularly described as follows:

Beginning on the East line of Fox Street in the City and County of Denver at a point 843.2 feet Southerly of the North line of the said Northwest Quarter Northwest Quarter of Section as measured along said East line of Fox Street;

Thence Easterly along the South line of parcel of land designated as R-3 in Warranty Deed of May 13, 1948 from the Chicago, Burlington & Quincy Railroad Company to the City and County of Denver, a distance of 330 feet;

Thence Southerly along a line parallel with the East line of said Fox Street, a distance of 277.60 feet to a point;

Thence Westerly along a line parallel with the South line of said parcel of land designated as R-3, a distance of 330 feet, more or less, to the said East line of Fox Street;

Thence Northerly along the said East line of Fox Street, a distance of 277.60 feet, more or less, to the Point of Beginning,

Excepting therefrom that portion as conveyed to the Department of Transportation, State of Colorado, in Deed recorded June 21, 1995 at Reception No. 9500071989 (<https://www.smartviewonline.net/root/webstorage/orderguid/D1F6BFDB-3C8D-4DE4-BA31-6F3D2D78E913/9500071989.pdf>),

City and County of Denver,  
State of Colorado.

### Parcel 2:

That part of the Northwest Quarter of the Northwest Quarter of Section 27, Township 3 South, Range 68 West of the Sixth Principal Meridian, in the City and County of Denver, Colorado, being more particularly described as follows:

Commencing at the North one sixteenth corner of the West line of said Section;  
Thence North 89°59'57" East along the South line of the Northwest Quarter of the Northwest Quarter of said Section a distance of 978.90 feet;

Thence North 00°00'02" West a distance of 200.00 feet; to a point on the South line of that certain parcel as described in instrument recorded in [Book 1276 at Page 198](#)

<https://www.smartviewonline.net/root/webstorage/orderguid/A414FEF3-6C5A-493B-BA3F-97A10BB5D6F4/1276-198.pdf>) records of said City and County, point also being the True Point of Beginning:

1. Thence South 89°59'57" West along said South line a distance of 83.08 feet to the East line of that certain parcel described in instrument recorded in **Book 2795 at Page 594** (<https://www.smartviewonline.net/root/webstorage/orderguid/C1EE8B40-C76D-49A0-9ED8-FC50D6956BE5/2795-594.pdf>) of said City and County;
2. Thence South 00°04'38" West a distance of 128.90 feet along said East line;
3. Thence along the arc of a curve to the left having a radius of 178.00 feet, a distance of 158.65 feet (the chord of said arc bears North 32°51'24" East a distance of 153.45 feet), more or less, to the True Point of Beginning,

City and County of Denver,  
State of Colorado



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12/09/2021 03:47 PM  
City & County of Denver  
Electronically Recorded

R \$33.00  
WD

D \$1,100.00

**SPECIAL WARRANTY DEED**

THIS INSTRUMENT WAS PREPARED BY:

Akin Gump Strauss Hauer & Feld LLP  
2300 N. Field Street, Suite 1800  
Dallas, Texas 75201

Send Tax Notice To:

Park Avenue Housing Corporation  
2111 Champa Street  
Denver, CO 80205  
Attention: John Parvensky

WHEN RECORDED, RETURN TO:

Chicago Title Insurance Company  
2828 Routh Street, Suite 800  
Dallas, Texas 75201  
Attention: Mike Galason

STATE OF COLORADO )  
 )  
COUNTY OF DENVER )

THAT CPLG PROPERTIES L.L.C., a Delaware limited liability company (f/k/a BRE/LQ Properties L.L.C., a Delaware limited liability company), having an address at 125 East John Carpenter Freeway, Suite 1650, Irving, TX 75062 (hereinafter referred to as “Grantor”), for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration to it in hand paid by **PARK AVENUE HOUSING CORPORATION**, a Colorado nonprofit corporation (hereinafter referred to as “Grantee”), whose mailing address is 2111 Champa Street, Denver, CO 80205, the receipt and sufficiency of which consideration are hereby acknowledged, has GRANTED, BARGAINED, SOLD and CONVEYED, and by these presents does hereby GRANT, BARGAIN, SELL and CONVEY, unto Grantee, all of the real property lying and being in the County of Denver and State of Colorado described on Exhibit A attached hereto and made a part hereof for all purposes (hereinafter referred to as the “Land”) and all buildings and improvements located thereon, together with all and singular, Grantor’s right, title and interest, if any, in and to adjacent streets, roads, alleys, rights-of-way, strips and gores, easements, rights of ingress and egress, tenements, hereditaments and appurtenances on the Land or in anywise appertaining thereto (the foregoing, together with the Land, being hereinafter collectively referred to as the “Property”).

This conveyance is made and accepted subject to the matters set forth on Exhibit B attached hereto and made a part hereof for all purposes, to the extent, and only to the extent, that such matters are now in force, valid, and affect title to the Property (but reference to same shall not operate to re-impose same), and further subject to all standby fees, ad valorem taxes and

Recording Requested by  
PLG LLC Colorado  
N0034477

assessments for the current year and subsequent years, the payment of which Grantee assumes (hereinafter referred to as the “**Permitted Exceptions**”).

This Special Warranty Deed is being executed and delivered by Grantor pursuant to that certain Agreement of Purchase and Sale dated as of October 7, 2021 (as assigned, amended, modified and/or supplemented from time to time, the “**Purchase Agreement**”), between Grantor, as seller, and Grantee, as buyer. Recourse against Grantor with respect to the representations, warranties and covenants of Grantor hereunder are subject to the provisions and limitations set forth in the Purchase Agreement.

TO HAVE AND TO HOLD the Property, together with all and singular the rights and appurtenances thereto in anywise belonging, subject to the Permitted Exceptions, unto Grantee, its legal representatives, successors and assigns, forever; and Grantor does hereby bind itself and its legal representatives, successors and assigns, to WARRANT AND FOREVER DEFEND all and singular the Property unto Grantee, its legal representatives, successors and assigns, against every person whomsoever lawfully claiming or to claim the same, or any part thereof, by, through or under Grantor, but not otherwise, and subject to the Permitted Exceptions.


This Special Warranty Deed is executed on the date set forth in the acknowledgment below, but is made effective as of December 8, 2021 (the “**Effective Date**”).

*[Signature page follows]*

IN WITNESS WHEREOF, Grantor has executed and delivered this Special Warranty Deed to be effective as of the Effective Date.

"GRANTOR"

**CPLG PROPERTIES L.L.C.**,  
a Delaware limited liability company


By:   
Name: Mark M. Chloupek  
Title: Executive Vice President,  
Secretary and General Counsel

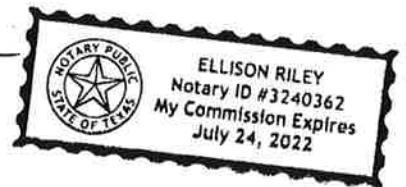
STATE OF TEXAS

COUNTY OF DALLAS

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Mark M. Chloupek, as Executive Vice President, Secretary and General Counsel of **CPLG PROPERTIES L.L.C.**, a Delaware limited liability company, who is known to me, acknowledged before me, on this day that, being informed of the contents of said conveyance, he, as such officer and with full authority, executed the same voluntarily for and as the act of said limited liability company.

Given under my hand and official seal this 4 day of December, 2021.

  
Notary Public  
My Commission Expires: 7/24/2022



**Exhibit A to Deed**

**DESCRIPTION OF LAND**

Parcel 1:

That part of the Northwest Quarter of the Northwest Quarter of Section 27, Township 3 South, Range 68 West of the Sixth Principal Meridian, more particularly described as follows:

Beginning on the East line of Fox Street in the City and County of Denver at a point 843.2 feet Southerly of the North line of the said Northwest Quarter Northwest Quarter of Section as measured along said East line of Fox Street;

Thence Easterly along the South line of parcel of land designated as R-3 in Warranty Deed of May 13, 1948 from the Chicago, Burlington & Quincy Railroad Company to the City and County of Denver, a distance of 330 feet;

Thence Southerly along a line parallel with the East line of said Fox Street, a distance of 277.60 feet to a point;

Thence Westerly along a line parallel with the South line of said parcel of land designated as R-3, a distance of 330 feet, more or less, to the said East line of Fox Street;

Thence Northerly along the said East line of Fox Street, a distance of 277.60 feet, more or less, to the Point of Beginning,

Excepting therefrom that portion as conveyed to the Department of Transportation, State of Colorado, in Deed recorded June 21, 1995 at Reception No. 9500071989,

City and County of Denver, State of Colorado.

Parcel 2:

That part of the Northwest Quarter of the Northwest Quarter of Section 27, Township 3 South, Range 68 West of the Sixth Principal Meridian, in the City and County of Denver, Colorado, being more particularly described as follows:

Commencing at the North one sixteenth corner of the West line of said Section;

Thence North 89°59'57" East along the South line of the Northwest Quarter of the Northwest Quarter of said Section a distance of 978.90 feet;

Thence North 00°00'02" West a distance of 200.00 feet; to a point on the South line of that certain parcel as described in instrument recorded in Book 1276 at Page 198 records of said City and County, point also being the True Point of Beginning:

1. Thence South 89°59'57" West along said South line a distance of 83.08 feet to the East line of that certain parcel described in instrument recorded in Book 2795 at Page 594 of said City and County;

2. Thence South 00°04'38" West a distance of 128.90 feet along said East line;

3. Thence along the arc of a curve to the left having a radius of 178.00 feet, a distance of 158.65 feet (the chord of said arc bears North 32°51'24" East a distance of 153.45 feet), more or less, to the True Point of Beginning,

City and County of Denver, State of Colorado.

Being and intended to be the same premises and transferred to Grantor, as successor-in-interest to BRE/LQ Properties L.L.C., a Delaware limited liability company, by Limited Warranty Deed in document number 2006032071, recorded on February 23, 2006 in the County of Denver, CO.

**Exhibit B to Deed****PERMITTED EXCEPTIONS**

**Part A: (i) all oil, gas and other minerals previously reserved or conveyed of record, (ii) zoning laws and regulations and ordinances of municipal and other governmental authorities affecting the Property, (iii) all covenants, conditions, restrictions, easements, riparian rights and rights of way affecting the Property, (iv) any and all matters which would be disclosed by a current and accurate survey of the Property, and (v) all matters of record affecting the Property as of the date hereof.**

**Part B:**

1. State, county and local taxes and assessments for the year 2021 and subsequent years, which are a lien not yet due and payable.
2. Reservation of an easement for an electrical transformer as reserved by the Department of Transportation, State of Colorado, in Deed recorded May 23, 1995 at Reception No. 9500059600.
3. Terms, conditions, provisions, obligations, easements and agreements as set forth in the Easement Deed by Court Order in Settlement of Land Owner Action recorded March 19, 2013 at Reception No. 2013038643.
4. Terms, conditions, provisions, obligations and agreements as set forth in the Dishwashing Machine Agreement recorded January 29, 2014 at Reception No. 2014009607





Colorado Secretary of State  
 Date and Time: 08/25/2021 03:40 PM  
 ID Number: 20211788087  
 Document number: 20211788087  
 Amount Paid: \$50.00

Document must be filed electronically.  
 Paper documents are not accepted.  
 Fees & forms are subject to change.  
 For more information or to print copies  
 of filed documents, visit [www.sos.state.co.us](http://www.sos.state.co.us).

ABOVE SPACE FOR OFFICE USE ONLY

**Articles of Incorporation for a Nonprofit Corporation**  
 filed pursuant to § 7-122-101 and § 7-122-102 of the Colorado Revised Statutes (C.R.S.)

1. The domestic entity name for the nonprofit corporation is Park Avenue Housing Corporation  
*(Caution: The use of certain terms or abbreviations are restricted by law. Read instructions for more information.)*

2. The principal office address of the nonprofit corporation's initial principal office is

Street address 2111 Champa Street  
*(Street number and name)*

Denver CO 80205  
*(City) (State) (ZIP/Postal Code)*

United States  
*(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)

3. The registered agent name and registered agent address of the nonprofit corporation's initial registered agent are

Name  
 (if an individual) Parvensky John  
*(Last) (First) (Middle) (Suffix)*

**OR**  
 (if an entity)  
*(Caution: Do not provide both an individual and an entity name.)*

Street address 2111 Champa Street  
*(Street number and name)*

Denver CO 80205  
*(City) (State) (ZIP Code)*

**Mailing address**

(Leave blank if same as street address)

\_\_\_\_\_ (Street number and name or Post Office Box information)

\_\_\_\_\_ CO \_\_\_\_\_  
(City) (State) (ZIP Code)

(The following statement is adopted by marking the box.)

The person appointed as registered agent above has consented to being so appointed.

4. The true name and mailing address of the incorporator are

Name

(if an individual)

Parvensky John \_\_\_\_\_  
(Last) (First) (Middle) (Suffix)

**OR**

(if an entity)

(Caution: Do not provide both an individual and an entity name.)

Mailing address

2111 Champa Street  
(Street number and name or Post Office Box information)

Denver CO 80205  
(City) (State) (ZIP/Postal Code)  
CO United States  
(Province - if applicable) (Country)

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

The corporation has one or more additional incorporators and the name and mailing address of each additional incorporator are stated in an attachment.

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

The nonprofit corporation will have voting members.

6. Provisions regarding the distribution of assets on dissolution:

All of the property and assets of the corporation of every kind whatsoever are irrevocably dedicated to charitable purposes within the meaning of section 501(c)(3) of the Code. Subject to the provisions of paragraph A of Article XIII, any assets remaining upon dissolution after the payment of all debts, claims, and obligations of the corporation shall be distributed as the board of directors shall determine in accordance with the following priorities: first, the Member, if then in existence and still qualified as an exempt organization under section 501(c)(3) of the Code; and second, to one or more institutions, organizations, corporations or foundations which are qualified as exempt organizations under section 501(c)(3) of the Code and the purpose of which are compatible with the corporations dedication to housing and homelessness.

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

This document contains additional information as provided by law.

8. (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 is/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 the document is the individual's act and deed, or that the individual in good faith believes the document is the act and deed of the person on whose behalf the individual is causing the document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S., the constituent documents, and the organic statutes, and that the individual in good faith believes the facts stated in the document are true and the document complies with the requirements of that Part, the constituent documents, and the organic statutes. This perjury notice applies to each individual who causes this document to be delivered to the Secretary of State, whether or not such individual is named in the document as one who has caused it to be delivered.

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

Parvensky John  
(Last) (First) (Middle) (Suffix)  
2111 Champa Street  
(Street number and name or Post Office Box information)  
Denver CO 80211  
(City) (State) (ZIP/Postal Code)  
(Province - if applicable) United States  
(Country)

(If the following statement applies, adopt the 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:**

This form/cover sheet, and any related instructions, are not intended to provide legal, business or tax advice, and are furnished without representation or warranty. While this form/cover sheet is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form/cover sheet. Questions should be addressed to the user's legal, business or tax advisor(s).

**Continuation of Articles of Incorporation  
Park Avenue Housing Corporation**

10. Purposes: This Corporation is not organized for profit and is a corporation organized and operated exclusively for charitable purposes. This corporation is organized for the following purposes:
- a. To promote the provision of emergency, transitional, or permanent housing, housing relocation assistance and related supportive services to homeless and low-income veterans and their families in Colorado;
  - b. To develop and provide decent housing that is affordable to low and moderate low-income persons;
  - c. To initiate and support projects designed to eliminate homelessness among low-income families and individuals in Colorado;
  - d. To promote and enhance public awareness of the need for and nature of emergency housing and related supportive services for low-income families and individuals;
  - e. To promote and enhance public awareness of the need for and nature of permanent subsidized housing and related supportive services for low-income families and individuals;
  - f. To assist in improving the resources and efficiency of existing programs and shelters for homeless individuals and families in Colorado; and
  - g. To promote and engage in cooperative efforts with governmental and quasi-governmental agencies and other nonprofit social, welfare and human rights agencies which, in the discretion of the board of directors of the corporation, will further the objects and purposes of the corporation.

No part of the accumulations, gains, profits or net earnings shall inure to the benefit of any person or individual, except the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and reimburse reasonable expenses incurred. No substantial part of the activities of this corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and this corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office or in any activity contrary to the provisions of section 501 (c)(3) of the Internal Revenue Code of 1986 as now in effect or as subsequently amended (the "Code").

11. Members

- a. The corporation shall have as its sole and exclusive member the Renaissance Housing Development Corporation, a Colorado nonprofit corporation (the "Member"). The Member shall have all rights, powers, and duties now or hereafter conferred upon members of nonprofit corporations organized under the laws of Colorado.
- b. The Member, upon a two-thirds vote of the Board of Directors of the Member, and the concurrent approval of two-thirds of the Board of Directors of the Corporation, may designate a Replacement Member of the Corporation, provided that the Replacement Member shall be a nonprofit corporation organized and operated exclusively for charitable purposes in accordance with Section 501(c)(3) of the Internal Revenue Code of 1986 as now in effect or as subsequently amended. The Replacement Member shall have all rights, powers, and duties of the Member.

12. Powers: The corporation shall have and may exercise all of the rights, powers and privileges now or hereafter conferred upon members of nonprofit corporations organized under the laws of Colorado, except as expressly limited in these articles. In addition, the corporation may do everything necessary, suitable, or proper for the accomplishment of any of its corporate purposes. The corporation may conduct part or all of its business in any other part of Colorado, the United States, or the world and may hold, purchase, lease and convey real and personal property in such places.

13. Tax Exemption:

- a. All income of the corporation for each taxable year (for federal income tax purposes) shall be distributed at such time and in such manner so as not to subject the corporation to federal tax under section 4942 of the Code.
- b. The corporation shall not (i) engage in any prohibited transaction (as described in section 503 (b) of the Code; or (ii) be operated for the primary purpose of carrying on an unrelated trade or business (defined in section 513 of the Code).
- c. The corporation shall not (i) engage in any self-dealing [as defined in section 4941 (d) of the Code]; (ii) return any excess business holdings [as defined in section 4943 (c) of the Code;] (iii) make any investments in such manner as to subject the corporation to tax under section 4944 of the code; or (iv) make any taxable expenditures [as defined in section 4945 (d) of the Code].

14. Board of Directors:

- a. The business and affairs of the corporation shall be managed by a board of directors which shall be elected at the annual meeting of the Member.
- b. The initial board of directors shall consist of the following two persons who shall serve until the first annual meeting of the Member and until their successors are elected and qualified:

<u>Director</u>	<u>Address</u>
John Parvensky	2111 Champa Street Denver, CO 80205
Bill Windsor	2111 Champa Street Denver, CO 80205

- c. The number of directors may be increased or decreased (but not to less than one) from time to time in accordance with law and with the bylaws of the corporation, but no decrease shall have the effect of shortening the term of an incumbent director.
- d. The corporation shall have such officers and committees as may from time to time be prescribed by the bylaws adopted pursuant to Article 22 hereof. Their terms of office and the manner of their designation or selection shall be determined according to the bylaws then in effect. Such bylaws shall further prescribe the authority under which conveyance or encumbrance of all or any part of the corporate property shall be made, and the persons who shall be authorized to execute the instruments of conveyance or encumbrance, and shall prescribe the authority under which other business of the corporation may be transacted.

15. Cumulative Voting: No cumulative voting shall be permitted in the election of directors.

16. Conflict of Interest: No contract or other transaction between the corporation and one or more of its directors or any other corporation, firm, association, or entity in which one or more of its directors are directors or officers or are financially interested shall be either void or voidable solely because such directors are present at the meeting of the board of directors or committee thereof which authorizes, approves, or ratifies such contract or transaction, or solely because their votes are counted for such purpose, if (a) the fact of such relationship or interest is disclosed or known to the board of directors or committee which authorizes, approves, or ratifies the contract or transaction by a vote or consents sufficient for the purpose without counting the votes or consents of such interested directors; or (b) the fact of such relationship or interest is disclosed or known to the Member and it authorizes, approves, or ratifies such contract or transaction by vote or written consent; or (c) the contract or transaction is fair and reasonable to the corporation. Common interested directors may be counted in determining the presence of a quorum at a meeting of the board of directors or a committee thereof which authorizes, approves, or ratifies such contract or transaction.
17. Liability: No director of the corporation shall be personally liable to the corporation or to its Member for monetary damages for breach of fiduciary duty as a director, except as otherwise provided by the Colorado Nonprofit Corporation Act, as amended.
18. Indemnification
  - a. The corporation shall indemnify, to the extent permitted by law, any person who is or was a director, officer, agent, fiduciary or employee of the corporation against any claim, liability or expense arising against or incurred by such person as a result of actions reasonably taken by him at the direction of the corporation. The corporation shall further have the authority to the full extent permitted by law to indemnify its directors, officers, agents, fiduciaries and employees against any claim, liability or expense arising against or incurred by them in all other circumstances and to maintain insurance providing such indemnification.
  - b. In no case, however, shall the corporation indemnify or reimburse any person for any federal excise taxes imposed on such individual under Chapter 42 of the Code. Further, if at any time or times the corporation is a private foundation within the meaning of section 509 of the code, then during such time or times no payment shall be made under this Article XII if such payment would constitute an act of self-dealing (as defined in section 4941 (d) of the Code) or a taxable expenditure (as defined in section 4945 (d) of the Code).

19. Dissolution:

- a. The corporation may be dissolved by a two-thirds vote of the board of directors and with the concurrent approval of a two-thirds vote of the board of directors of the Member.
- b. All of the property and assets of the corporation of every kind whatsoever are irrevocably dedicated to charitable purposes within the meaning of section 501(c)(3) of the Code. Subject to the provisions of paragraph A of Article XIII, any assets remaining upon dissolution after the payment of all debts, claims, and obligations of the corporation shall be distributed as the board of directors shall determine in accordance with the following priorities: first, the Member, if then in existence and still qualified as an exempt organization under section 501(c)(3) of the Code; and second, to one or more institutions, organizations, corporations or foundations which are qualified as exempt organizations under section 501(c)(3) of the Code and the purpose of which are compatible with the corporations dedication to housing and homelessness.

20. Bankruptcy or Dissolution of Member:

- a. If the Member shall (i) file a petition in bankruptcy; (ii) have filed against it any involuntary petition in bankruptcy (which is not dismissed within one hundred twenty (120) days after filing); (iii) make an assignment for the benefit of creditors; (iv) file articles of dissolution; or have filed against it an action for involuntary dissolution (which action is not dismissed within one hundred twenty (120) days after filing), then the corporation may distribute so much of its remaining assets to the Member, after payment of all debts, claims, and obligations of the corporation, as are required for the Member to pay creditors in full or to reorganize successfully, provided that the Member is then qualified as an exempt organization under section 501(c)(3) of the Code.
- b. Upon dissolution of the Member, each provision of these articles and the bylaws which refers to the Member shall be read without such reference, and the corporation shall be entitled to act and shall act without the approval or permission of any other corporation. At such time, the corporation shall be and shall operate as a nonprofit corporation without members, and shall not be permitted to accept members.
- c. No creditor of the Member shall be a third-party beneficiary of the corporation's obligation to distribute its assets pursuant to paragraph A of this Article XIV.

21. Amendments: These articles of incorporation may not be altered, amended or repealed without the approval of a two-thirds vote of the board of directors and with the concurrent approval of a two-thirds vote of the board of directors of the Member.

Bylaws: The board of directors shall have the power to make prudent bylaws as it may deem proper for the management of the affairs of the corporation, and directors may alter, change or amend such bylaws in the manner prescribed the

BYLAWS  
OF  
PARK AVENUE HOUSING CORPORATION  
(a Colorado nonprofit corporation)

ARTICLE I  
Offices

1. Business Offices. The principal office of the corporation in the State of Colorado shall be located in the City and County of Denver. The corporation may have such other office, either within or without the State of Colorado, as the Board of Directors may determine or as the affairs of the corporation may require from time to time.
2. Registered Office. The corporation shall have and continuously maintain in the State of Colorado a registered office, and a registered agent whose office is identical with such registered office, as required by the Colorado Nonprofit Corporation Act. The registered office may be, but need not be, identical with the principal office in the State of Colorado, and the address of the registered office may be changed from time to time by the Board of Directors.

ARTICLE II  
Members

1. Membership. The sole member of the Corporation shall be The Colorado Coalition for the Homeless.
2. Voting Rights. All members shall have full voting rights at all Corporation membership meetings. Non-profit organizational, corporate, and sustaining members shall have full voting rights, which may be exercised by any individual they designate to the Secretary of the Corporation.
3. Transfer of Membership. Membership in this corporation is not transferable or assignable.
4. Membership Rights and Responsibilities. Any member of the Corporation may: 1) attend any membership meeting, Board meeting, or committee meeting of the Corporation, except where executive session has been declared, and 2) attend the annual meeting and express his/her views on Corporation policies and vote for directors of the Corporation.
5. Authority of Member. The Member may execute agreements with the Corporation, and conduct business with the Corporation, including providing funding, making contributions, providing loan, or providing management services on behalf of the Corporation.



ARTICLE III  
Meetings of Members

1. Annual Meeting. An annual meeting of the members shall be held on a date to be determined by the board of directors, beginning with the year 2022, for the purpose of electing Directors and for the transaction of such other business as may come before the meeting. If the day fixed for the annual meeting shall be a legal holiday in the State of Colorado, such meeting shall be held on the next succeeding business day. If the election of Directors shall not be held on the day designated herein for any annual meeting, or at any adjournment thereof, the Board of Directors shall cause the election to be held at a special meeting of the members as soon thereafter as conveniently may be.
2. Special Meetings. Special meetings of the members may be called by the President, the Board of Directors, or not less than one-tenth of the members having voting rights.
3. Place of Meeting. The Board of directors may designate any place, either within or without the State of Colorado, as the place of meeting for any annual meeting or for any special meeting called by the Board of Directors. If no designation is made or if a special meeting be otherwise called, the place of meeting shall be the registered office of the corporation in the State of Colorado, but if all of the members shall meet at any time and place, either within or without the State of Colorado, and consent to the holding of a meeting, such meeting shall be valid without call or notice, and at such meeting any corporate action may be taken.
4. Notice of Meeting. Written notice stating the place, day and hour of any meeting of members shall be delivered, either personally or by mail, to each member entitled to vote at such meeting, not less than seven or more than thirty days before the date of such meeting, by or at the direction of the President, or the Secretary, or the officers or persons calling the meeting. In case of a special meeting or when required by statute or by these bylaws, the purpose or purposes of which the meeting is called shall be stated in the notice. If mailed, the notice of a meeting shall be deemed to be delivered when deposited in the United States mail addressed to the member at his address as it appears on the records of the corporation, with postage thereon prepaid.
5. Informal Action by Members. Any action required by law to be taken at a meeting of the members, or any action which may be taken at a meeting of members, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the members entitled to vote with respect to the subject matter thereof.
6. Quorum. A quorum at any general meeting of the membership of the Corporation shall consist of one-half of voting members.
7. Proxies. At any meeting of the members, a member entitled to vote may vote by proxy executed in writing by the member or by his duly authorized attorney-in-fact. No proxy shall be valid after eleven months from the date of its execution, unless otherwise provided in the proxy.
8. Manner of Acting. A majority of the votes entitled to be cast on a matter to be voted upon by the members present or represented by a proxy at a meeting at which a quorum is

present shall be necessary for the adoption thereof unless a greater portion is required by law or by these bylaws.

#### ARTICLE IV Board of Directors

1. General Powers. The affairs of the corporation shall be managed by its Board of Directors, except as otherwise provided in the Colorado Nonprofit Corporation Act, the articles of incorporation, or these bylaws. The Board of Directors shall be authorized to acquire or dispose of real estate or other property, borrow or lend funds as necessary to conduct the affairs of the corporation, and engage in any other business that furthers the mission and purposes of the corporation.
2. Number, Tenure and Qualifications. The number of Directors shall be not less than three and not more than five. The initial Directors shall be appointed by the Member. Directors shall serve three-year terms; initially one-third of the Directors shall serve a one-year term; one-third shall serve a two-year term; one-third shall serve a three-year term in order to maintain staggered terms, with one-third of the terms being filled each year. Each Director shall hold office until the next annual meeting of members and until his successor shall have been elected or appointed. Directors may be re-elected or re-appointed without limitation as to the number of terms.
3. Regular Meetings. A regular annual meeting of the Board of Directors shall be held without notice than this bylaw, immediately after, and the same place as, the annual meeting of members. The Board of Directors may provide by resolution the time and place, either within or without the State of Colorado, for the holding of additional regular meetings of the Board without other notice than such resolution.
4. Special Meetings. Special meetings of the Board of Directors may be called by or at the request of the President or any two Directors. The person or persons authorized to call special meetings of the Board may fix any place, within the State of Colorado, as the place for holding any special meeting of the Board called by them.
5. Notice of Meetings. Notice of each meeting of directors, whether annual, regular or special, shall be given to each director. If such notice is given either (a) by depositing a written notice in the United States mail, postage prepaid, or (b) by transmitting a cable or telegram, in all cases directed to such director at his/her residence or place of business, it shall be so given at least four (4) days prior to the meeting. The notice of all meetings shall state the place, date and hour thereof, but need not, unless otherwise required by the statute, state the purpose or purposes thereof.
6. Quorum. One-third of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board, but if less than one-third of the Directors are present at said meeting, a third of the Directors present may adjourn the meeting from time to time without further notice.

7. Manner of Acting. The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these bylaws.
8. Vacancies. Any vacancy occurring in the Board of Directors and any directorship to be filled by reason of an increase in the number of directors may be filled by the affirmative vote of a majority of the remaining Directors, though less than a quorum of the Board of Directors. A director elected to fill a vacancy shall be elected for the unexpired term of his/her predecessor in office.
9. Compensation. Directors as such shall not receive any stated salaries for their services, but by resolution of the Board of Directors a fixed sum for expenses of attendance, if any, may be allowed for attendance at each regular or special meeting of the Board, but nothing herein contained shall be construed to preclude any Director from serving the corporation in some other capacity and receiving compensation therefor.
10. Electronic Action by Directors. Any action required by law to be taken at a meeting of directors, or any action which may be taken at a meeting of directors, may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by all of the Directors.
11. Meetings by Telephone. Members of the Board of Directors or any committee designated thereby may hold or participate in a meeting of the Board of Directors or such committee by means of conference telephone or similar communications equipment provided that all such persons so participating in such meeting can hear each other at the same time.
12. Standard of Care. A director shall perform his/her duties as a director, including duties as a member of any committee of the board upon which he/she may serve, in good faith, in a manner he/she reasonable believes to be in the best interests of the corporation, and with such care as an ordinary prudent person in a like position would use under similar circumstances. In performing these duties, a director shall be entitled to rely on information, opinions, reports or statements, including financial statements or other financial data, in each case prepared or presented by board officers, committees, staff, counsel, public accountants, or other consultants with respect to matters which the director reasonably believes to be within such persons' professional or expert competence. No director shall permit his or her position of the board of directors to create a conflict between his/her personal business activities and the actions of the corporation. A person who so performs his/her duties shall not have any liability by reason of being or having been a director of the corporation.
13. Termination. Any Director with 3 or more unexcused absences from Board meetings within the preceding 12 month period may be removed from the Board. The Secretary shall give notice to said Director of such termination. Any Director who wishes to be reinstated may petition the Board, and the Board may by majority vote reinstate said person to the Board.

ARTICLE V  
Officers

1. Officers. The officers of the corporation shall be a President and a Secretary. If approved by the Board of Directors, additional officers of Vice Chair and a Treasurer may be appointed. The Board of Directors may elect or appoint such other officers, including one or more Assistant Secretaries and one or more Assistant Treasurers, as it shall deem desirable, such officers to have the authority and perform the duties prescribed, from time to time, by the Board of Directors. Any two or more offices may be held by the same person, except the offices of President and Secretary.
2. Election and Term of Office. The initial officers shall be appointed by the Member. Subsequently, the officers of the corporation shall be elected annually by the Board of Directors at the annual meeting of the Board of Directors. New offices may be created and filled at any meeting of the Board of Directors. Each officer shall hold office until his/her successor shall have been duly elected and shall have qualified.
3. Removal. Any officer elected or appointed by the Board of Directors may be removed by the Board of Directors whenever in its judgment the best interests of the corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the officer so removed.
4. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.
5. President. The President shall be the principal executive officer of the corporation and shall in general supervise and control all of the business and affairs of the corporation. He/she shall preside at all meetings of the members and of the Board of Directors. He/she may sign, with the Secretary or any other proper officer of the corporation, contracts or other instruments which the Board of Directors has authorized to be executed, except in the cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these bylaws or by statute to some other officer or agent of the corporation, and in general he/she shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time. The President is authorize to execute documents on behalf of the corporation, including acquisition of real estate and financing documents.
6. Vice President. If established by the board, the Vice President in the absence of the President or in the event of his/her inability or refusal to act shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. Any Vice President shall perform such other duties as from time to time may be assigned to him/her by the President or by the Board of Directors.
7. Secretary. The Secretary shall keep the minutes of the meetings of the members and of the Board of Directors in one or more books provided for that purpose, see that all notices are duly given in accordance with the provisions of these bylaws or as required by law, be custodian

of the corporate records and of the seal of the corporation and see that the seal of the corporation is affixed to all documents, the execution of which on behalf of the corporation under its seal is duly authorized in accordance with the provisions of these bylaws, keep a register of the post office address of each member which shall be furnished to the Secretary by such member and in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him/her by the President or by the President or by the Board of Directors.

8. Assistant Treasurers and Assistant Secretaries. If required by the Board of Directors, the Assistant Treasurers shall give bond for the faithful discharge of their duties in such sums and with such sureties as the Board of Directors shall determine. The Assistant Treasurers and Assistant Secretaries, in general, shall perform such duties as shall be assigned to them by the Treasurer or the Secretary or by the President or the Board of Directors.

## ARTICLE VI Committees

1. Committees of Directors. The Board of Directors, by resolution adopted by a majority of the directors in office, may designate and appoint one or more committees, each of which shall consist of two or more Directors, which committees, to the extent provided in said resolution, shall have an exercise the authority of the Board of Directors in the management of the corporation, except that no such committee shall have the authority of the Board of Directors in reference to amending, altering or repealing the bylaws; electing, appointing or removing any member of any such committee or any Director or officer of the corporation; restating articles of incorporation; adopting a plan of merger or adopting a plan of consolidation with another corporation; authorizing the sale, lease, exchange or mortgage of all or substantially all of the property and assets of the corporation; authorizing the voluntary dissolution of the corporation or revoking proceedings therefor; adopting a plan for the distribution of the assets of the corporation; or amending, altering or repealing any resolution of the Board of Directors. The designation and appointment of any such committee and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any individual Director, of any responsibility imposed upon it or him/her by law.

2. Other Committees. Other committees not having and exercising the authority of the Board of Directors in the management of the corporation may be appointed in such manner as may be designated by a resolution adopted by a majority of the Directors present at a meeting at which a quorum is present. The President of the corporation shall appoint the members thereof. Any member thereof may be removed by the person or persons authorized to appoint such members whenever in their judgment the best interest of the corporation shall be served by such removal.

3. Term of Office. Each member of a committee shall continue as such until the next annual meeting of the members of the corporation and until his/her successor is appointed, unless the committee shall be sooner terminated, or unless such member be removed from such committee, or unless such member shall cease to qualify as a member thereof.

4. Chairperson. One member of each committee shall be appointed chairperson by the person or persons authorized to appoint the members thereof.

## ARTICLE VII Indemnification

1. Definitions. The following definitions shall apply to the terms used in this Article:

(a) "Corporation" includes this corporation and any domestic or foreign predecessor entity of the corporation in a merger, consolidation, or other transaction in which the predecessor's existence ceased upon consummation of the transaction.

(b) "Director" means an individual who is or was a director of the corporation and an individual who, while a director of the corporation, is or was serving at the corporation's request as a director, officer, partner, trustee, employee, or agent of any other foreign or domestic corporation or of any partnership, joint venture, trust other enterprise, or employee benefit plan. A director shall be considered to be serving an employee benefit plan at the corporation's request if his or her duties to the corporation also impose duties on or otherwise involve services by him or her to the plan or to participants in or beneficiaries of the plan. "Director" includes, unless the context otherwise required, the estate or personal representative of a director.

(c) "Expenses" includes attorney fees.

(d) "Liability" means the obligation to pay a judgment, settlement, penalty, fine (including an excise tax assessed with respect to an employee benefit plan), or reasonable expense incurred with respect to a proceeding.

€ "Official capacity," when used with respect to a director, means the office of director in the corporation, and, when used with respect to a person other than a director, means the office in the corporation held by the officer or the employment or agency relationship undertaken by the employee or agent on behalf of the corporation. "Official capacity" does not include service for any other foreign or domestic corporation or for any partnership, joint venture, trust, other enterprise, or employee benefit plan.

(f) "Party" includes an individual who was, is, or is threatened to be made a named defendant or respondent in a proceeding.

(g) "Proceeding" means any threatened, pending, or completed action, suite, or proceeding, whether civil, criminal, administrative, or investigative and whether formal or informal.

2. Indemnification for Liability

(a) Except as provided in paragraph (d) of this section (2), the corporation shall indemnify against liability incurred in any proceeding any individual made a party to the proceeding because he or she is or was a director or officer if:

(i) He or she conducted himself or herself in good faith;

(ii) He or she reasonably believed:

a. In the case of conduct in his or her official capacity with the corporation, that his or her conduct was in the corporation's best interests; or

b. In all other cases, that his or her conduct was at least not opposed to the corporation's best interests; and

c. In the case of any criminal proceeding, he or she had no reasonable cause to believe his or her conduct was unlawful.

(b) A director's or officer's conduct with respect to an employee benefit plan for a purpose he or she reasonably believed to be in the interests of the participants or beneficiaries of the plan is conduct that satisfied the requirements of this Section (2). A director's or officer's conduct with respect to an employee benefit plan for a purpose that he or she did not reasonably believe to be in the interests of the participants or beneficiaries of the plan shall be deemed not to satisfy the requirements of this Section (2).

(c) The termination of any proceeding by judgment, order, settlement, or conviction, or upon a plea of nolo contendere or its equivalent, is not of itself determinative that the individual did not meet the standard of conduct set forth in paragraph (a) of this Section (2).

(d) The corporation may not indemnify a director or officer under this Section (2) either:

(i) In connection with a proceeding by or in the right of the corporation in which the director or officer was adjudged liable to the corporation; or

(ii) In connection with any proceeding charging improper personal benefit to the director or officer, whether or not involving action in his or her official capacity, in which he or she was adjudged liable on the basis that personal benefit was improperly received by him or her.

(e) Indemnification permitted under this Section (2) in connection with a proceeding by or in the right of the corporation is limited to reasonable expenses incurred in connection with the proceeding.

### 3. Mandatory Indemnification.

(a) Except as limited by these Articles of Incorporation, the corporation shall be required to indemnify a director or officer of the corporation who was wholly successful, on the merits or otherwise, in defense of any proceeding to which he or she was a party against reasonable expenses incurred by him or her in connection with the proceeding.

(b) Except as otherwise limited by these Articles of Incorporation, a director or officer who is or was a party to a proceeding may apply for indemnification to the court conducting the proceeding or to another court of competent jurisdiction. On receipt of an application, the court, after giving any notice the court considers necessary, may order indemnification in the following manner:

(i) If it determines the director or officer is entitled to mandatory indemnification, the court shall order indemnification under paragraph (a) of this Section (3), in which case the court shall also order the corporation to pay the director's or officer's reasonable expenses incurred to obtain court-ordered indemnification.

(ii) If it determines that the director or officer is fairly and reasonably entitled to indemnification in view of all the relevant circumstances, whether or not he or she met the standard of conduct set forth in paragraph (a) of Section (2) of this Article or was adjudged liable in the circumstances described in paragraph (d) of Section (2) of this Article, the court may order such indemnification as the court deems proper; except that the indemnification with respect to any proceeding in which liability shall have been adjudged in the circumstances described in paragraph (d) of Section (2) of this Article is limited to reasonable expenses incurred.

#### 4. Limitation on Indemnification.

(a) The corporation may not indemnify a director or officer under Section (2) of this Article unless authorized in the specific case after a determination has been made that indemnification of the director or officer is permissible in the circumstances because he or she has met the standard of conduct set forth in paragraph (a) of Section (2) of this Article.

(b) The determination required to be made by paragraph (a) of this Section (4) shall be made:

(i) By the board of directors by a majority vote of a quorum, which quorum shall consist of directors not parties to the proceeding; or

(ii) If a quorum cannot be obtained, by a majority vote of a committee of the board designated by the board, which committee shall consist of two or more directors not parties to the proceeding; except that directors who are parties to the proceeding may participate in the designation of directors for the committee.

(c) If the quorum cannot be obtained or the committee cannot be established under paragraph (b) of this Section (4), or even if a quorum is obtained or a committee designated if such quorum or committee so directs, the determination required to be made by paragraph (a) of this Section (4) shall be made:



(i) By independent legal counsel selected by a vote of the board of directors or the committee in the manner specified in subparagraph (i) or (ii) of paragraph (b) of this Section (4) or, if a quorum of the full board cannot be obtained and a committee cannot be established, by independent legal counsel selected by a majority vote of the full board; or

(ii) By the shareholders.

(d) Authorization of indemnification and evaluation as to reasonableness of expenses shall be made in the same manner as the determination that indemnification is permissible; except that, if the determination that indemnification is permissible is made by independent legal counsel, authorization of indemnification and evaluation as to reasonableness of expenses shall be made by the body that selected said counsel.

#### 5. Advance Payment of Expenses

(a) The corporation shall pay for or reimburse the reasonable expenses incurred by a director, officer, employee or agent who is a party to a proceeding in advance of the final disposition of the proceeding if:

(i) The director, officer, employee, or agent furnishes the corporation a written affirmation of his or her good-faith belief that he or she has met the standard of conduct described in subparagraph (i) of paragraph (a) of Section (2) of this Article;

(ii) The director, officer, employee or agent furnished the corporation a written undertaking, executed personally or on his or her behalf, to repay the advance if it is determined that he or she did not meet such standard of conduct; and

(iii) A determination is made that the facts then known to those making the determination would not preclude indemnification under this Section (5).

(b) The undertaking required by subparagraph (ii) of paragraph (a) of this Section (5) shall be an unlimited general obligation of the director, officer, employee or agent, but need not be secured and may be accepted without reference to financial ability to make repayment

(c) Determinations and authorizations of payments under this Section shall be made in the manner specified under Section (4) hereof.

6. Reimbursement of Witness Expenses. The corporation shall pay or reimburse expenses incurred by a director in connection with his or her appearance as a witness in a proceeding at a time when he or she has not been made a named defendant or respondent in the proceeding.

7. Insurance for Indemnification. The corporation may purchase and maintain insurance on behalf of a person who is or was a director, officer, employee, fiduciary, or agent of the corporation or who, while a director, officer, employee, fiduciary, or agent of the corporation, is

or was serving at the request of the corporation as a director, officer, partner, trustee, employee, fiduciary, or agent of any other foreign or domestic corporation or of any partnership, joint venture, trust, other enterprise, or employee benefit plan against any liability asserted against or incurred by him or her in any such capacity or arising out of his or her status as such, whether or not the corporation would have the power to indemnify him or her against such liability under the provisions of this Article. Any such insurance may be procured from any insurance company designated by the Board of Directors of the corporation, whether such insurance company is formed under the laws of Colorado or any other jurisdiction of the United States of America, including any insurance company in which the corporation has equity or any other interest, through stock or otherwise.

8. Notice of Indemnification. Any indemnification of or advance of expenses to a director in accordance with this Article, if arising out of a proceeding by or on behalf of the corporation, shall be reported in writing to the shareholders with or before the notice of the next shareholders' meeting.

9. Indemnification of Officers, Employees, and Agents of the Corporation. The Board of Directors may indemnify and advance expenses to an officer, employee, or agent of the corporation who is not a director of the corporation to the same or greater extent as to a director if such indemnification and advance expense payment is provided for in these Articles of Incorporation, the Bylaws, by resolution of the shareholders or directors or by contract, in a manner consistent with the Colorado Corporation Code.

## ARTICLE VIII

### Contracts. Checks. Deposits. Gifts. and Proxies

1. Contracts. The Board of Directors may authorize any officer or officers, agent or agents of the corporation, in addition to the officers so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instance.

2. Checks. Drafts. Etc. All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation, shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the Treasurer or an Assistant Treasurer and countersigned by the President or a Vice President of the corporation.

3. Deposits. All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies or other depositories as the Board of Directors may select.

4. Gifts. The Board of Directors may accept on behalf of the corporation any contribution, gift, bequest or devise for the general purposes or for any special purpose of the corporation.

5. Proxies. Unless otherwise provided by resolution adopted by the Board of Directors, the President or any Vice President may from time to time appoint one or more agents or attorneys in fact of the corporation in the name and on behalf of the corporation, to cast the votes which the corporation may be entitled to cast as a holder of stock or other securities in any other corporation, association or other entity any of whose stock or other securities may be held by the corporation, at meetings of the holders of the stock or other securities of such other corporation, association or other entity, or to consent in writing, in the name of the corporation as such holder, to any action by such other corporation, association or other entity, and may instruct the person or persons so appointed as to the manner of casting such votes or giving such consent, and may execute or cause to be executed in the name and on behalf of the corporation and under its corporate seal, or otherwise, all such written proxies or other instruments as he/she may deem necessary or proper in the premises.

#### ARTICLE IX Books and Records

The corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Board of Directors and committees having any of the authority of the Board of Directors, and shall keep at its registered or principal office a record giving the names and addresses of the members. All books and records of the corporation may be inspected by any member or his/her agent for any proper purpose at any reasonable time.

#### ARTICLE X Waiver of Notice

Whenever any notice is required to be given under the provisions of the Colorado Nonprofit Corporation Act or under the provisions of the articles of incorporation or the bylaws of the corporation, a waiver thereof in writing signed by the persons entitled to such notice, whether before or after the time started therein, shall be deemed equivalent to the giving of such notice.

#### ARTICLE XI Amendments to Bylaws

These bylaws may be altered, amended or repealed and new bylaws may be adopted by a two-thirds majority of the Directors present at any regular meeting or at any special meeting, if at least two days' written notice is given of intention to alter, amend or repeal or to adopt new bylaws at such meeting.

Adopted August 25, 2021

**UNANIMOUS WRITTEN CONSENT OF  
BOARD OF DIRECTORS  
FOR PARK AVENUE HOUSING CORPORATION  
August 31, 2022**

WHEREAS Park Avenue Housing Corporation, (the "Corporation"), was organized for charitable purposes, including, among others, developing and operating lodging and housing for homeless and low-income households; and

WHEREAS, the Corporation purchased the property located 3500 and 3600 Park Avenue West, Denver, Colorado, (the "Property"); and

WHEREAS, the Corporation wishes to apply to the City and County of Denver to rezone the property to a C-MX-8 designation in accordance with the rules and regulations of the Denver Zoning Code; and

WHEREAS, the Corporation will be required to execute various documents related to the rezoning application; and


WHEREAS, the Board of Directors of the Corporation deems it to be in the best interest of the Corporation to take all actions to attempt to rezone the property in accordance with the rules and regulations of the Denver Zoning Code.

NOW, THEREFORE, BE IT RESOLVED, that the Corporation hereby authorizes John Parvensky, as President the Corporation, to execute and deliver any and all documents necessary or appropriate in connection with rezoning application of the Property on behalf of the Corporation, and other related documents, including, without limitation, the following documents:

1. City of Denver Zone Map Amendment Application
2. Other documents as needed in the reasonable determination of the President of the Corporation.


BE IT FURTHER RESOLVED, that the John Parvensky, as President of the Corporation, be and hereby is authorized, empowered and directed, on behalf of the Corporation for its own account, to take such actions set forth above and take such further actions, and to execute such additional documents and instruments, as the person taking such actions, or executing such documents or instruments, may deem necessary or appropriate in connection with the matters authorized in the foregoing resolutions, and the signature of such on any documents or instrument or the performance of any such actions shall be conclusive evidence of such President's authority to take such actions or execute such documents or instrument on behalf of the Corporation; and

**IN WITNESS WHEREOF**, the undersigned Directors of Park Avenue Housing Corporation have executed and delivered this Unanimous Written Consent on the date first written above.



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John Parvensky  
Director



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Lisa Thompson  
Director