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Articles of Incorporation for a Nonprofit Corporation

filed pursuant to §7-90-301, et seq. and §7-122-101 of the Colorado Revised Statutes (C.R.S)

1. Entity name:

Raven View Homeowners Association

(The name of a nonprofit corporation may, but need not, contain the term or abbreviation "corporation", "incorporated", "company", "limited", "corp.", "inc.", "co." or "ltd." §7-90-601, C.R.S.)

2. Use of Restricted Words *(if any of these terms are contained in an entity name, true name of an entity, trade name or trademark stated in this document, mark the applicable box):*

- "bank" or "trust" or any derivative thereof
- "credit union" "savings and loan"
- "insurance", "casualty", "mutual", or "surety"

3. Principal office street address:

1338 Catalpa Drive

(Street name and number)

Fort Collins

(City)

CO

(State)

80521

(Postal/Zip Code)

United States

(Province – if applicable)

(Country – if not US)

4. Principal office mailing address:
 (if different from above)

(Street name and number or Post Office Box information)

(City)

(State)

(Postal/Zip Code)

(Province – if applicable)

(Country – if not US)

5. Registered agent: (if an individual):

Wells

(Last)

Russell

(First)

C.

(Middle)

(Suffix)

OR (if a business organization):

6. The person appointed as registered agent in the document has consented to being so appointed.

7. Registered agent street address:

1338 Catalpa Drive

(Street name and number)

Fort Collins

(City)

CO

(State)

80521

(Postal/Zip Code)

8. Registered agent mailing address:
 (if different from above)

(Street name and number or Post Office Box information)

(City) *(State)* *(Postal/Zip Code)*

(Province – if applicable) *(Country – if not US)*

9. If the corporation's period of duration is less than perpetual, state the date on which the period of duration expires:

(mm/dd/yyyy)

10. (Optional) Delayed effective date:

(mm/dd/yyyy)

11. Name(s) and address(es) of incorporator(s): (if an individual)

Wells **Russell** **C.**

(Last) *(First)* *(Middle)* *(Suffix)*

OR (if a business organization)

1338 Catalpa Drive

(Street name and number or Post Office Box information)

Fort Collins **CO** **80521**

(City) *(State)* *(Postal/Zip Code)*
United States

(Province – if applicable) *(Country – if not US)*

(if an individual)

(Last) *(First)* *(Middle)* *(Suffix)*

OR (if a business organization)

(Street name and number or Post Office Box information)

(City) *(State)* *(Postal/Zip Code)*
United States

(Province – if applicable) *(Country – if not US)*

(if an individual)

(Last) *(First)* *(Middle)* *(Suffix)*

OR (if a business organization)

(Street name and number or Post Office Box information)

(City) *(State)* *(Postal/Zip Code)*
United States

(Province – if applicable) *(Country – if not US)*

(If more than three incorporators, mark this box and include an attachment stating the names and addresses of all incorporators.)

12. The nonprofit corporation is formed under the Colorado Revised Nonprofit Corporation Act.
13. The corporation will **OR** will not have voting members.
14. A description of the distribution of assets upon dissolution is attached.
15. Additional information may be included pursuant to §7-122-102, C.R.S. and other organic statutes. If applicable, mark this box and include an attachment stating the additional information.

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.

16. Name(s) and address(es) of the individual(s) causing the document to be delivered for filing:

Gast	Richard	S.	
<i>(Last)</i>	<i>(First)</i>	<i>(Middle)</i>	<i>(Suffix)</i>
323 South College Avenue, Suite 1			
<i>(Street name and number or Post Office Box information)</i>			
Fort Collins			
<i>(City)</i>	CO	80524	
	<i>(State)</i>	<i>(Postal/Zip Code)</i>	
United States			
<i>(Province – if applicable)</i>		<i>(Country – if not US)</i>	

(The document need not state the true name and address of more than one individual. However, if you wish to state the name and address of any additional individuals causing the document to be delivered for filing, mark this box and include an attachment stating the name and address of such individuals.)

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**ATTACHMENT
TO
ARTICLES OF INCORPORATION
FOR
RAVEN VIEW HOMEOWNERS ASSOCIATION**

ARTICLE 15.1 DEFINITIONS.

Terms appearing in this attachment are as defined in the Declaration of Covenants, Conditions, Restrictions and Easements for Raven View (A Common Interest Community) recorded with the Clerk and Recorder of Larimer County, Colorado or, if not defined in the Declaration, then as defined in the Colorado Revised Nonprofit Corporation Act.

ARTICLE 15.2 PURPOSES AND POWERS.

15.2.1 The Association shall manage the business and affairs of the Common Interest Community described in the Declaration in accordance with the Declaration, the Colorado Common Interest Ownership Act and the Colorado Revised Nonprofit Corporation Act.

15.2.2 The Association shall promote the health, safety, welfare, and common benefit of the Owners in the Common Interest Community.

15.2.3 The Association shall do any and all permitted acts, and shall have and exercise any and all powers, rights, and privileges which are granted to a common interest community association under the Colorado Common Interest Ownership Act, such other Colorado laws as may apply to the Association, the Declaration, Bylaws, Rules and Regulations, and other governing documents of the Association.

15.2.4 The foregoing statements of purposes shall be construed as statements of both purposes and powers. The purposes and powers stated in each clause shall not be limited or restricted by reference to or inference from the terms or provisions of any other clause, but shall be broadly construed as independent purposes and powers.

ARTICLE 15.3 MEMBERSHIP AND VOTING.

15.3.1 Any Owner of a Lot in the Common Interest Community shall be a Member of the Association. There shall be one membership for each Lot owned within the Common Interest Community. This membership shall be automatically transferred upon the conveyance of that Lot.

15.3.2 The Members shall be of two classes, with one class being Owners of Single Family Lots and the other class being Owners of Townhome Lots.

15.3.3 Each Lot shall be allocated one vote in the Association. The vote shall be cast by the Owner of the Lot and, if the Lot is owned by multiple Owners, those Owners shall designate among themselves a single Owner who is entitled to cast the vote.

ARTICLE 15.4 DECLARANT CONTROL AND TRANSITION.

15.4.1 Notwithstanding any provisions of these Articles to the contrary, the Declarant shall have additional rights and qualifications as may be provided under the Colorado Common Interest Ownership Act and the Declaration, including the right to appoint and remove officers and members of the Executive Board as follows: The Declarant, or persons designated by it, may appoint and remove officers of the Association and members of the Executive Board until the earlier of (a) the date that is 60 days after conveyance of 75% of the maximum number of Lots that may be created by Declarant under the Declaration to Lot Owners other than Declarant and (b) two years after the last conveyance of a Lot by the Declarant or a successor Declarant in the ordinary course of business. The Declarant may voluntarily surrender the right to appoint and remove officers of the Association and members of the Executive Board before termination of the period of Declarant control, but in that event, the Declarant may require, for the duration of the period of Declarant control, that specified actions of the Association or Executive Board, as described in a recorded instrument executed by the Declarant, be approved by the Declarant before they become effective.

15.4.2 Notwithstanding any provisions of these Articles to the contrary, not later than 60 days after conveyance of 25% of the Lots within the Common Interest Community to Lot Owners other than the Declarant, at least one member, and not less than 25% of the members of the Executive Board, shall be elected by Lot Owners other than the Declarant. Not later than 60 days after conveyance of 50% of the Lots within the Common Interest Community to Lot Owners other than the Declarant, not less than one-third of the members of the Executive Board must be elected by Lot Owners other than the Declarant.

15.4.3 Not later than the termination of any period of Declarant control, the Lot Owners shall elect a Executive Board consisting of the number of natural persons set forth below, at least a majority of whom must be Lot Owners other than the Declarant or designated representatives of Lot Owners other than the Declarant.

ARTICLE 15.5 EXECUTIVE BOARD.

15.5.1 The business and affairs of the Association shall be conducted, managed, and controlled by an Executive Board which shall exercise all the powers conferred on the Association by these Articles of Incorporation, the Bylaws, the Colorado Common Interest Ownership Act, and the Colorado Revised Nonprofit Corporation Act.

15.5.2 The Executive Board shall consist of an odd number of natural persons ("Directors"), ranging from three to seven natural persons, the specific number to be set forth from time to time by resolution of the Executive Board.

15.5.3 The initial Executive Board shall consist of three Directors who shall serve until their successors are elected and qualified and whose names and addresses are set forth below:

<u>Name</u>	<u>Address</u>
Wayne Hochstetler	4214 Idledale Drive Fort Collins, CO 80526
Russell C. Wells	338 Catalpa Drive Fort Collins, CO 80521-7551

Marilyn L. Hochstetler

4214 Idledale Drive
Fort Collins, CO 80526

15.5.4 Following the period of Declarant control described above, election of Directors to serve on the Executive Board shall be conducted on a class basis as follows:

- One Director who is an Owner of a Single Family Lot shall be elected by the Members who are Owners of the Single Family Lots.
- One Director who is an Owner of a Townhome Lot shall be elected by the Members who are Owners of the Townhome Lots.
- The remaining Director(s) shall be elected at large by the Members collectively (e.g. Members who are Owners of either a Single Family Lot or a Townhome Lot).

ARTICLE 15.6 LIABILITY OF EXECUTIVE BOARD MEMBERS.

Any member of the Executive Board and any officer of the Association who has been appointed by the Declarant is required to exercise the care required of a fiduciary of the Lot Owners. Any member of the Executive Board or officer of the Association who is not appointed by the Declarant shall not be liable, to the fullest extent permitted by law, for monetary damages for breach of fiduciary duty as a Director, or for any other actions or omissions in the performance of such Director's duties, except for wanton and willful acts or omissions.

ARTICLE 15.7 DISSOLUTION.

The Association may be dissolved in connection with the termination of the Common Interest Community only by written agreement of the Owners of Lots to which at least 67% of the votes in the Association are allocated. In connection with the termination of the Common Interest Community and the dissolution of the Association, the assets of the Association shall be disposed of in accordance with the Colorado Common Interest Ownership Act, as amended.

ARTICLE 15.8 AMENDMENT.

These Articles may be amended (by either (a) modifying or deleting any existing provisions or (b) adding new provisions) by the affirmative vote of the Owners of Lots to which at least 67% of the votes in the Association are allocated.