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SECRETARY OF STATE  
01-30-2004 13:13:01

**ARTICLES OF INCORPORATION  
OF  
RIVERSIDE CENTRE OWNERS' ASSOCIATION  
(A Nonprofit Corporation)**

Donald L. Skaggs, acting as the incorporator of a nonprofit corporation under the Colorado Revised Nonprofit Corporation Act ("the Nonprofit Corporation Act"), in accordance with C.R.S. §§ 7-122-101 and 7-90-301, et seq., hereby delivers to the Colorado Secretary of State these Articles of Incorporation pursuant to statute and states the following:

**ARTICLE I. NAME OF CORPORATION**

The name of the corporation is RIVERSIDE CENTRE OWNERS' ASSOCIATION ("the Association").

**ARTICLE II. DURATION**

The Association shall have a perpetual existence.

**ARTICLE III. PURPOSE AND POWERS**

The specific purposes for which the Association is formed are to provide for maintenance, preservation, and architectural control of the Lots and Common Elements within that certain common interest community known as RIVERSIDE CENTRE ("the Community"); to promote the health, safety, and welfare of the Owners of Lots within the Community and any additions thereto as may hereafter be brought within the jurisdiction of this Association; and for this purpose to:

- (a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions for RIVERSIDE CENTRE ("the Declaration") recorded or to be recorded in the office of the Larimer County, Colorado, Clerk and Recorder, as the same may be amended from time to time as therein provided.
- (b) Have and exercise any and all powers, rights, and privileges granted to an association under the Colorado Common Interest Ownership Act, as amended ("CIOA").
- (c) Have and exercise any and all powers, rights, and privileges which a corporation organized under the Nonprofit Corporation Act of the State of Colorado by law may now or hereafter have or exercise.

The foregoing statements of purpose 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 X. MEMBERS**

1. Members. Each person who owns a Lot within the Community shall be a member of the Association as provided in the Declaration. By acquiring title to a Lot within the Community, the Owner(s) of the Lot shall be deemed to have consented to become a member of the Association as provided in the Declaration.

2. Voting. There shall be one class of voting members. Each member shall be entitled to vote on all matters submitted to the members for approval as provided in the Declaration. Cumulative voting is not permitted. Notwithstanding the foregoing, until expiration of the period of Declarant control and subject to the limitations of CIOA, the Declarant shall have additional rights as may be provided under CIOA and the Declaration, including the exclusive power to appoint and remove the Board of Directors and the officers of the Association, which exclusive power is established by and shall be governed by the Declaration.

3. Transfer of Interest. No member of the Association may transfer such member's membership or any right arising therefrom, except as appurtenant to the transfer of such Owner's Lot as provided in the Declaration.

4. Resignation. A member may not resign from the Association.

5. Termination, Expulsion, or Suspension. No member may be expelled or suspended, and no membership in the Association may be terminated or suspended.

6. Qualifications. The membership qualifications, rights, and obligations shall be defined by and comply with the Declaration or any amendments to the Declaration.

## **ARTICLE XI. BYLAWS**

The initial Bylaws of the Association shall be adopted by the Board of Directors.

## **ARTICLE XII. DIRECTORS**

The Association shall be managed by a Board of Directors. The name and address of the sole member of the initial Board of Directors are as follows:

Donald L. Skaggs  
7985 Eagle Ranch Road  
Fort Collins, Colorado 80528.

## **ARTICLE XIII. INDEMNIFICATION OF DIRECTORS**

The Association shall indemnify its Directors to the full extent permitted by Colorado law.

#### **ARTICLE XIV. LIMITATION OF LIABILITY**

No Director shall be liable to the Association or to its members for monetary damages for breach of fiduciary duty as a Director, except that this provision shall not limit the liability of a Director to the Association for monetary damages for any breach of the Director's duty of loyalty to the Association or to its members, acts or omissions not in good faith, or that involve intentional misconduct or a knowing violation of law or any transaction in which the Director directly or indirectly derived an improper personal benefit.

No Director or officer shall be personally liable for any injury to person or property arising out of a tort committed by an employee of the Association unless such Director or officer was personally involved in the situation giving rise to the litigation or unless such Director or officer committed a criminal offense in connection with such situation.

The protection afforded in this Article XIV shall not restrict other common law protections and rights that a Director or officer may have.

#### **ARTICLE XV. DISTRIBUTION OF ASSETS UPON DISSOLUTION**

Upon dissolution of the Association, the Board of Directors shall provide for the distribution of all assets and liabilities of the Association in the following manner:

- (a) All liabilities and obligations of the Association shall be paid and discharged or adequate provisions shall be made for payment.
- (b) All assets held by the Association requiring return, transfer, or conveyance, which condition occurs by reason of dissolution, shall be returned, transferred, or conveyed in accordance with such requirement.
- (c) Any remaining assets may be distributed to such Persons, societies, organizations, governmental entities, political subdivisions, or domestic or foreign corporations, whether for profit or nonprofit, as may be specified in a plan of distribution adopted pursuant to the Nonprofit Corporation Act and which is not inconsistent with these Articles of Incorporation.

#### **ARTICLE XVI. AMENDMENT**

These Articles of Incorporation may be amended as provided in C.R.S. § 7-130-101, et seq.

#### **ARTICLE XVII. RETURN OF FILED COPY**

The Secretary of State may deliver a copy of this form once completed for filing to the following address:

James A. Martell  
Liley, Rogers & Martell, LLC  
300 South Howes Street  
Fort Collins, Colorado 80521.



# STATE OF COLORADO

DEPARTMENT OF  
STATE

## CERTIFICATE

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

ACCORDING TO THE RECORDS OF THIS OFFICE

RIVERSIDE CENTRE OWNER'S ASSOCIATION  
(COLORADO NONPROFIT CORPORATION)

FILE # 20041035422 WAS FILED IN THIS OFFICE ON January 30, 2004  
AND HAS COMPLIED WITH THE APPLICABLE PROVISIONS OF THE  
LAWS OF THE STATE OF COLORADO AND ON THIS DATE IS IN GOOD  
STANDING AND AUTHORIZED AND COMPETENT TO TRANSACT BUSINESS  
OR TO CONDUCT ITS AFFAIRS WITHIN THIS STATE.

Dated: January 30, 2004

*Donetta Davidson*

SECRETARY OF STATE

**For this Record...**

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**Summary**

**ID Number:** 20041035422  
**Name:** RIVERSIDE CENTRE OWNER'S ASSOCIATION

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**Registered Agent:** Mountain-n-Plains, Inc  
**Registered Agent Street Address:** 375 E. Hornetooth Road, Suite 3-100, Fort Collins, CO 80525, United States  
**Registered Agent Mailing Address:**

[FAQs, Glossary and Information](#)

**Principal Street Address:** 375 E. Hornetooth Road, FORT COLLINS, CO 80525, United States  
**Principal Mailing Address:**

**Status:** Good Standing  
**Form:** Nonprofit Corporation  
**Jurisdiction:** Colorado  
**Formation Date:** 01/30/2004  
**Term of Duration:** Perpetual  
**Periodic Report Month:** December

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Colorado Secretary of State  
Date and Time: 12/08/2009 11:48 AM  
ID Number: 20041035422

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**Articles of Reinstatement**

filed pursuant to §7-90-301, et seq. and §7-90-1003 of the Colorado Revised Statutes (C.R.S)

ID Number 20041035422

1. Domestic entity name of the entity RIVERSIDE CENTRE OWNER'S ASSOCIATION

2. Following reinstatement the domestic entity name of the domestic entity shall comply with section 7-90-1004.

3. Registered agent  
(if an individual) Morrison Justin M.  
(Last) (First) (Middle) (Suffix)  
OR  
(if an entity)

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

5. Registered agent street address 375 E. Horsetooth Road  
(Street name and number)  
Suite 3-100  
Fort Collins CO 80525  
(City) (State) (Postal/Zip Code)

6. 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) United States  
(Country - if not US)

7. Principal office street address 375 E. Horsetooth Road  
(Street name and number)  
FORT COLLINS CO 80525  
(City) (State) (Postal/Zip Code)  
United States  
(Province - if applicable) (Country - if not US)

8. Principal office mailing address  
(if different from above)

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

\_\_\_\_\_  
*(City)*

\_\_\_\_\_  
*(State)*  
**United States**

\_\_\_\_\_  
*(Postal/Zip Code)*

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

\_\_\_\_\_  
*(Country - if not US)*

9. Date of formation of the entity

01/30/2004

*(mm/dd/yyyy)*

10. Date of dissolution  
(if known)

\_\_\_\_\_  
*(mm/dd/yyyy)*

11. If the entity's period of duration  
as amended is less than perpetual,  
state the date on which the period  
of duration expires:

\_\_\_\_\_  
*(mm/dd/yyyy)*

OR

If the entity's period of duration as amended is perpetual, mark this box .

12. *(Optional)* Delayed effective date

\_\_\_\_\_  
*(mm/dd/yyyy)*

13. Colorado statute under which the  
entity existed immediately prior  
to dissolution

6/30/2005

14. All applicable conditions of CRS §7-90-1002 have been satisfied.

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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.

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

Nichelason

Linda

*(Last)*

*(First)*

*(Middle)*

*(Suffix)*

375 E. Horsetooth Road

*(Street name and number or Post Office Box information)*

Suite 3-100

Fort Collins

CO 80525

(City)

(State)

(Postal/Zip Code)

United States

(Province - if applicable)

(Country - if not US)

*(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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