



Colorado Secretary of State
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Document number: 20171124827
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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 Blue Condominium Association
(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 181 W. Boardwalk Drive
(Street number and name)

Fort Collins CO 80525
(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) _____
(Last) (First) (Middle) (Suffix)

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

Street address 181 W. Boardwalk Drive
(Street number and name)

Fort Collins CO 80525
(City) (State) (ZIP Code)

Mailing address

(leave blank if same as street address)

(Street number and name or Post Office Box information)

(City) CO _____
(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)

Martin Michael P.
(Last) (First) (Middle) (Suffix)

OR

(if an entity)

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

Mailing address

181 W. Boardwalk Drive
(Street number and name or Post Office Box information)

Fort Collins CO 80525
(City) (State) (ZIP/Postal Code)
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:

See attachment

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.)

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

Gast	Richard	S.	
<small>(Last)</small>	<small>(First)</small>	<small>(Middle)</small>	<small>(Suffix)</small>
323 S. College Avenue, Suite 1			
<small>(Street number and name or Post Office Box information)</small>			
Fort Collins		CO	80524
<small>(City)</small>	<small>(State)</small>	<small>(ZIP/Postal Code)</small>	
<small>(Province -- if applicable)</small>	United States		
	<small>(Country)</small>		

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**ATTACHMENT TO
ARTICLES OF INCORPORATION
FOR BLUE CONDOMINIUM ASSOCIATION**

ARTICLE 7.1 DEFINITIONS.

Terms appearing in this attachment are as defined in the Condominium Declaration for Blue Condominiums (a Common Interest Community) ("Declaration"), recorded or to be 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, as amended ("CRNCA").

ARTICLE 7.2 PURPOSES AND POWERS.

7.2.1 The Association shall perform the functions as described in the Declaration, together with such other functions as are described in the Declaration.

7.2.2 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 an association such as the Association under the Declaration, Bylaws, Rules and Regulations, other governing documents of the Association and under Colorado law.

7.2.3 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 7.3 MEMBERSHIP AND VOTING.

7.3.1 All Unit Owners shall be Members of the Association. Membership shall be appurtenant to and may not be separated from ownership of any Unit. Ownership of a Unit shall be the sole qualification for membership. When more than one Person holds an ownership interest in any Unit, all such Persons shall be Members.

7.3.2 The Members shall be of two classes, with one class ("Class A") consisting of the Owner of Unit 110, and the other class ("Class B") consisting of the Owners of Units 120, 130 and 140. Following the period of Declarant Control described in Article 7.4 below, election of directors to serve on the Association Board shall be conducted on a class basis. The Class A Owner shall be entitled to elect one director to the Board and the Class B Owners shall be entitled to elect two directors to the Board. Any other matters subject to voting on a class basis shall be as set forth in the Declaration or the Bylaws. Notwithstanding any provision of these Articles to the contrary, this Article 7.3.2 may not be amended, modified or deleted without the consent of the Owner of Unit 110.

7.3.3 Votes shall be allocated among Units based upon the gross square footage contained within a Unit, with one vote being allocated for each gross square foot contained within a Unit. The number of votes per Unit is set forth in the Declaration. When more than one Person holds an ownership interest in any Unit, the votes for such Unit shall be cast by a single Owner as the Owners among themselves determine, but in no event shall more votes be cast with respect to any Unit than such Unit's allocation of votes as set forth in the Declaration.

ARTICLE 7.4 DECLARANT CONTROL AND TRANSITION.

7.4.1 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 Directors serving on the Board of Directors as follows: The Declarant, or Persons designated by it, may appoint and remove officers of the Association and Directors serving on the Board of Directors until the earlier of (a) the date that is 60 days after conveyance of 75% of the maximum number of Units that may be created by Declarant under the Declaration to Unit Owners other than Declarant, or (b) two years after the last conveyance of a Unit by the Declarant or any successor Declarant in the ordinary course of business. The Declarant may voluntarily surrender the right to appoint and remove officers of the Association and Directors serving on the Board of Directors 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 Board of Directors, as described in a recorded instrument executed by the Declarant, be approved by the Declarant before they become effective.

7.4.2 Notwithstanding any provisions of these Articles to the contrary, not later than 60 days after conveyance of 25% of the Units within the Common Interest Community to Unit Owners other than the Declarant, at least one Director, and not less than 25% of the Directors serving on the Board of Directors, shall be elected by Unit Owners other than the Declarant. Not later than 60 days after conveyance of 50% of the Units within the Common Interest Community to Unit Owners other than the Declarant, not less than one-third of the Directors serving on the Board of Directors must be elected by Unit Owners other than the Declarant.

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

ARTICLE 7.5 BOARD OF DIRECTORS.

7.5.1 The business and affairs of the Association shall be conducted, managed, and controlled by the Board of Directors which shall exercise all the powers conferred on the Association by these Articles of Incorporation, the Bylaws and the CRNCA.

7.5.2 The Board of Directors shall consist of three directors ("Directors").

ARTICLE 7.6 LIABILITY OF DIRECTORS.

Any Director serving on the Board of Directors 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 acts or omissions in the performance of such Director's duties, except that this provision does not eliminate or limit the liability of a Director to the Association or its Members for monetary damages for any breach of the Director's duty of loyalty to the Association or its Members, acts or omissions not in good faith or that involve intentional misconduct or knowing violation of law, any other acts specified in the CRNCA or any transaction from which the Director directly or indirectly derived an improper personal benefit.

ARTICLE 7.7 DISSOLUTION.

The Association may be dissolved in connection with the termination of the Common Interest Community only by written agreement of the Owners of Units 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 7.8 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 Units to which at least 67% of the votes in the Association are allocated.



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Articles of Amendment

filed pursuant to §7-90-301, et seq. and §7-130-105 of the Colorado Revised Statutes (C.R.S.)

1. For the entity, its ID number and entity name are

ID number 20171124827
(Colorado Secretary of State ID number)
 Entity name Blue Condominium Association

2. The new entity name (if applicable) is _____

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

This document contains additional amendments or other information.

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(Street name and number or Post Office Box information)
Fort Collins CO 80524
(City) (State) (Postal/Zip Code)
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**ATTACHMENT TO ARTICLES OF INCORPORATION
OF
BLUE CONDOMINIUM ASSOCIATION**

Article 7.3.2 of the Blue Condominium Association Articles of Incorporation is amended and restated to read in its entirety as follows:

7.3.2 The Members shall be of two classes, with one class ("Class A") consisting of the Owner of Unit 1, and the other class ("Class B") consisting of the Owners of Units 2 and 3. Following the period of Declarant Control described in Article 7.4 below, election of directors to serve on the Association Board shall be conducted on a class basis. The Class A Owner shall be entitled to elect one director to the Board and the Class B Owners shall be entitled to elect two directors to the Board. Any other matters subject to voting on a class basis shall be as set forth in the Declaration or the Bylaws. Notwithstanding any provision of these Articles to the contrary, this Article 7.3.2 may not be amended, modified or deleted without the consent of the Owner of Unit 1.