



Colorado Secretary of State
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Document number: 20171864627
 Amount Paid: \$50.00

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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 Highlands Industrial Park 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 375 E. Horsetooth Road, 3-100
(Street number and name)

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

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

Mountain-n-Plains, Inc.

Street address 375 E. Horsetooth Road, 3-100
(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)

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

OR

(if an entity)

7287 Greenridge LLC

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

Mailing address

PO Box 270578

(Street number and name or Post Office Box information)

Fort Collins CO 80527
(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.)

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.)

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

Gast Richard S.
(Last) (First) (Middle) (Suffix)
323 S. College Avenue, Suite 1
(Street number and name or Post Office Box information)
Fort Collins CO 80524
(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.)

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).

**ATTACHMENT TO ARTICLES OF INCORPORATION
FOR
HIGHLANDS INDUSTRIAL PARK CONDOMINIUM ASSOCIATION**

ARTICLE 7.1 DEFINITIONS.

Terms appearing in this attachment are as defined in the Condominium Declaration for Highlands Industrial Park Condominiums (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 7.2 PURPOSES AND POWERS.

7.2.1 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.

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

7.2.3 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.

7.2.4 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 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 one class, who are the Owners of Units. The Unit Owners shall elect all Directors (defined in **Article 7.5.2** below) to the Board of Directors, following the period of Declarant control defined below.

7.3.3 Votes shall be allocated among Units based upon the gross square footage (rounded to the nearest square foot) 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, (b) two years after the last conveyance of a Unit by the Declarant or any successor Declarant in the ordinary course of business, or (c) two years after any right to add new Units was last exercised. 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 a Board of Directors 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.

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

ARTICLE 7.6 LIABILITY OF DIRECTORS AND OFFICERS.

Any Director serving on the Board of Directors 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 Unit Owners. Any Director serving on the Board of Directors or any 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 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.

OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

CERTIFICATE OF FACT OF GOOD STANDING

I, Wayne W. Williams, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office,

Highlands Industrial Park Condominium Association

is a

Nonprofit Corporation

formed or registered on 11/22/2017 under the law of Colorado, has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 20171864627 .

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 11/20/2017 that have been posted, and by documents delivered to this office electronically through 11/22/2017 @ 14:23:33 .

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, and issued this official certificate at Denver, Colorado on 11/22/2017 @ 14:23:33 in accordance with applicable law. This certificate is assigned Confirmation Number 10566297



Secretary of State of the State of Colorado

*****End of Certificate*****
Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Validate a Certificate page of the Secretary of State's Web site, <http://www.sos.state.co.us/bi-/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us/> click "Businesses, trademarks, trade names" and select "Frequently Asked Questions."