

441
NOT FOR PROFIT

ARTICLES OF INCORPORATION
OF REYNOLDS FARM
CONDOMINIUM ASSOCIATION,
INC.

The undersigned incorporator, a natural person over the age of twenty-one years, in order to form a nonprofit corporation pursuant to the provisions of the Colorado Nonprofit Corporation Act, acknowledges his intent to form such corporate entity under and by virtue of said statute.

ARTICLE I

Name

The name of the corporation is REYNOLDS FARM CONDOMINIUM ASSOCIATION, INC.

ARTICLE II

Duration

The period of duration of the corporation shall be perpetual.

ARTICLE III

Purposes

The purpose of the corporation is to promote, undertake and receive any and all lawful activities and objectives for the general benefit, well-being, advancement, improvement and enjoyment of the members of the Association, including, but without limitation:

a. To promote social and friendly intercourse among members of this association and their guests;

b. To purchase, own, lease, sell, operate, conduct, maintain and equip community facilities deemed desirable for the purpose of providing

COLOREDONIAN ASSOCIATION

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entertainment, sport, recreation, meeting places, instruction of all kinds and any other purpose deemed proper and desirable;

c. To provide and supply any and all kinds and all appurtenances that may be necessary, useful or convenient for the carrying on of sports, recreation, civic and community projects and diversions of all kinds and description;

d. To conduct, operate, own, lease or sublease all subsidiary business convenient or necessary to the above purposes and objectives and to establish, maintain and enforce all necessary and reasonable rules and regulations;

e. To exercise all of the powers and privileges and perform all of the duties and obligations of the Association as set forth in that certain Condominium Declaration, hereinafter called "Declaration," applicable to Reynolds Farm, a development in the City of Longmont, County of Boulder, State of Colorado and recorded in Office of the Clerk and Recorder of said County and as the same may be amended from time to time as therein provided;

f. To act for and on behalf of the Members of the Association in all matters deemed necessary and proper for the protection, maintenance and improvement of the lands and improvements owned by said members and the Association and to act for and on behalf of their properties, and as full or occasional community citizens, including, but without limitation, representing the Association before the Longmont City Council and before the Board of County Commissioners of Boulder County and any other political, civic or charitable entity, dealing with assessments and taxes of any nature pertaining to Reynolds Farm or any other assessments and taxes of any nature to which any members of the Association as members, and their properties may become subject.

g. To enter into contracts for the management of Reynolds Farm and contract for such insurance as may be deemed necessary, to enforce any and all protective covenants of which the Association is or hereafter becomes the beneficiary and to act for the convenience of other persons in the ownership or management of property in any representative or fiduciary capacity.

h. To fix, levy, collect and enforce as provided in the Declaration all charges or assessments made pursuant to its terms; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes and governmental charges levied or imposed against the Association's property;

i. To acquire, by gift, purchase or otherwise, own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association as provided in the Declaration;

j. To exercise any and all powers, rights and privileges which a corporation organized under the Colorado Nonprofit Corporation Act may now or hereafter have or exercise.

ARTICLE IV

Compensation and Dividends

The Corporation herein organized is not for profit and all of the officers and directors thereof shall serve without compensation, although the By-Laws may provide that the reasonable expenses of the officers and directors shall be reimbursed by the corporation. No dividend shall be paid and no part of the income or profit of this corporation shall be distributable to its members, directors or officers. Distributions to its members shall be made only upon dissolution or final liquidation in accordance with the provisions of the Declaration and the Colorado Nonprofit Corporation Act.

ARTICLE V

Registered Office and Agent

The initial registered office of the corporation shall be 4800 Riverbend Road, City of Boulder, County of Boulder, State of Colorado 80301 and the initial registered agent at this address shall be Thomas R. Hoyt.

ARTICLE V
Board of Directors

The affairs of the corporation shall be managed by a Board of Directors, consisting of not less than seven members, who shall be members of the corporation. The Bylaws may provide for staggered terms for the Board of Directors and for the length of term of the members thereof. A majority of the Board of Directors shall constitute a quorum at any meeting.

The Board of Directors shall adopt Bylaws and shall have the power to make, alter, amend or repeal such Bylaws by the affirmative vote of a majority of the Members of the Board as then constituted as they may deem proper and advisable for the management and operation of the membership and affairs of the Association, provided that any of such Bylaws may also be altered, amended or repealed by the affirmative vote of a majority of the Members of the Association constituting a quorum at any meeting. The Board shall adopt appropriate Bylaws not inconsistent with the Declaration, which Bylaws may be amended from time to time at a meeting of the Board held for that purpose.

The number of Directors shall be fixed by the Bylaws and the number constituting the initial Board of Directors of the corporation is three, and the names and addresses of the persons who are to serve as initial Directors are:

Kent B. Hogan	4800 Riverbend Road, Boulder, Colorado 80301
James Middleton	4800 Riverbend Road, Boulder, Colorado 80301
Ann Chandier	4800 Riverbend Road, Boulder, Colorado 80301

No contract or other transaction between the Association and its Directors, Officers or Members, or between the Association and any firm in which one or more of its Directors, Officers or Members are employed or interested shall be invalid solely because of the fact of such employment or interest, if the fact of such employment or interest shall be disclosed or known to the Board of Directors and the Board of Directors shall, nevertheless, authorize,

approve and ratify such contract or transaction by a vote of the majority of the Directors present, such interested Director or Directors to be counted in determining whether a quorum is present, but not to be counted in calculating the majority necessary to carry such a vote and not to be permitted to vote upon such question. This paragraph shall not be construed to invalidate any contract or other transaction which would otherwise be valid under the common and statutory law applicable thereto.

ARTICLE VII

Restrictions on Corporate Activity

The Association shall be prohibited from engaging in any regular business or activity of a kind ordinarily carried on for profit, but nothing herein shall prohibit the Association from leasing space to the members hereof for the purpose of recreational vehicle storage, or from charging and collecting an admission fee for recreational, cultural, or educational events or programs which it sponsors. No part of the income or net earnings shall inure to the benefit of, or be distributable to, any Member, Director or Officer of the Association or to any other private individual, except that reasonable compensation may be paid for services rendered to or for the Association in effecting one or more of its purposes, and reimbursement may be made for any expense incurred for the Association by any Officer, Director, Member, agent or employee or any person or corporation, pursuant to and upon authorization of the Board of Directors.

ARTICLE VIII

Name and Address of Incorporator

The name and address of the incorporator of the corporation is:

Kirk Wickersham, Jr.

1503 Spruce Street

Boulder, Colorado 80302

IN WITNESS WHEREOF, the undersigned, constituting the sole incorporator of the corporation, has executed these Articles of Incorporation this 21 day of August, 1980.

Kirk Wickersham, Jr.

Kirk Wickersham, Jr.

STATE OF COLORADO)

) ss.

COUNTY OF BOULDER)

The foregoing Articles of Incorporation of REYNOLDS FARM CONDOMINIUM ASSOCIATION/^{INC.} were acknowledged before me by Kirk Wickersham, Jr. as incorporator on August 21, 1980.

Witness my hand and official seal.

My commission expires: My Commission Expires July 10, 1981

My Commission Expires July 10, 1981

Katherine Thorne
Notary Public

ARTICLES OF AMENDMENT

FILED

TO THE

ARTICLES OF INCORPORATION

0 11 1983

OF THE

REYNOLDS FARM CONDOMINIUM ASSOCIATION, INC. STATE OF COLORADO

Pursuant to the provisions of the Colorado Nonprofit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: The name of the corporation is the REYNOLDS FARM CONDOMINIUM ASSOCIATION, incorporated on September 2, 1980. Inc.

SECOND: The following amendment of the Articles of Incorporation was adopted on the 23rd day of February 1983, by a consent in writing signed by all Members entitled to vote with respect thereto.

(See attached Exhibit A)

IN WITNESS WHEREOF, the undersigned has hereunto set its hand and seal this 23rd day of February, 1983.

REYNOLDS FARM CONDOMINIUM ASSOCIATION

Handwritten signatures of President and Secretary over lines.

STATE OF COLORADO)
) ss.
COUNTY OF BOULDER)

The foregoing instrument was acknowledged before me this 23rd day of February, 1983, by Thomas R. Hoyt as President and Jeanne Schermerhorn as Secretary of the Reynolds Farm Condominium Association.

My commission expires: May 13, 1986

WITNESS my hand and official seal.

Handwritten signature of Suzanne Robinson, NOTARY PUBLIC

4730 Table Mesa Drive, Boulder, CO 80303

OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

CERTIFICATE

I, Bernie Buescher, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office,

THE REYNOLDS FARM CONDOMINIUM ASSOCIATION

is a **Nonprofit Corporation** formed or registered on 09/02/1980 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 19871410933.

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 07/07/2010 that have been posted, and by documents delivered to this office electronically through 07/12/2010 @ 11:22:22.

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Denver, Colorado on 07/12/2010 @ 11:22:22 pursuant to and in accordance with applicable law. This certificate is assigned Confirmation Number 7692684.



A handwritten signature in blue ink that reads "Bernie Buescher".

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 Certificate Confirmation Page of the Secretary of State's Web site, <http://www.sos.state.co.us/biz/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 Business Center and select "Frequently Asked Questions."