

STATE OF COLORADO



DEPARTMENT OF
STATE

CERTIFICATE

I, NATALIE MEYER, Secretary of State of the State of Colorado hereby certify that the prerequisites for the issuance of this certificate have been fulfilled in compliance with law and are found to conform to law.

Accordingly, the undersigned, by virtue of the authority vested in me by law, hereby issues A CERTIFICATE OF INCORPORATION
TO OAKRIDGE VILLAGE II ASSOCIATION, INC., A NONPROFIT CORPORATION.



Natalie Meyer
SECRETARY OF STATE

DATED: JULY 25, 1986



DEPARTMENT OF STATE
Corporations Section
1560 Broadway, Suite 200
Denver, Colorado 80202
(303) 866-2361

Notice of Filing of Articles of Incorporation
or
Application for Certificate of Authority

Your Articles of Incorporation or Application for Certificate of Authority has been accepted and filed. The enclosed Certificate is issued to you as evidence of your corporate existence and authority to transact business in this state.

As an authorized corporation, you are required to maintain continuously both a Registered Agent and a Registered Office in this state. Any change of Agent or Office requires the filing of a statement to that effect within thirty days of such change.

In addition, every corporation is required to file a Corporate Report no later than May 1st of each biennium (every other year). The first Corporate Report of a corporation is due in the **second** year following its date of incorporation or qualification in this state (e.g. if its date of incorporation or qualification in this state is in 1984 the first Report would be due in 1986

The Corporate Report will be mailed to your Registered Agent at the Registered Office as shown on our records and will not be forwarded by the post office, so please notify the Corporations Section of the changes discussed in the prior paragraph.

If you are in need of any further service, please contact us. Our office hours are from 8:30 a.m. to 5 p.m., Monday through Friday. Telephone Number: 866-2361.

Our best wishes for success in your new venture.

Submit in duplicate
Fee: \$5.00

SECRETARY OF STATE
RECEIVED
This document must be
typewritten

MAIL TO:
Colorado Secretary of State
Corporations Office
1575 Sherman St., 2nd Floor
Denver, CO 80203
(303) 866-2361

FILED

JUL 25 1986

ARTICLES OF INCORPORATION
(SEE INSTRUCTIONS BELOW)

The undersigned person(s) acting as incorporator(s) of a corporation under the Colorado Nonprofit Corpora-
tion Act, sign, and, acknowledge the following Articles of Incorporation for such corporation.

FIRST: The name of the corporation is OakRidge Village II Association, Inc.

SECOND: The period of duration is Perpetual
(a stated number of years, or the word PERPETUAL)

THIRD: The purpose or purposes for which the corporation is organized Homeowners
Association

FOURTH: The address of the initial registered office of the corporation in Colorado is 3000 South
College Avenue, Fort Collins, Colorado 80525
(Address must include Building number, Street (or rural route number). Town or City, County and Zip code.)
and the name of its initial registered agent at such address is Stanley K. Everitt

FIFTH: Address of the principal office Same
(if not the same as its registered office)

SIXTH: The number of directors constituting the initial board of directors of the corporation is (at least
one) 3, and the names and addresses of the persons who are to
serve as the initial directors are:

NAME	ADDRESS
<u>Stanley K. Everitt, President</u>	<u>3000 South College Ave., Ft. Collins, CO 80525</u>
<u>David G. Everitt, Vice President</u>	<u>Same</u>
<u>Tracy Hozie, Secretary/Treasurer</u>	<u>Same</u>

Incorporator(s)
(Note)
State of Colorado
County of Larimer
Tracy Hozie
Tracy Hozie, Secretary/Treasurer

Acknowledged before me this 18th day of July, 19 86

by Tracy Hozie, Secretary/Treasurer of OakRidge Village II Association, Inc.
(Insert name(s) as signed above, title(s) and correct name of corporation)

Stacy Z Weber
Notary Public

My commission expires 9/12/89 3000 S. College Ave., Ft. Collins, CO 80525
Address

Note: One or more persons may incorporate. The name and address of each incorporator is to be typed below his signature unless one
or more of the incorporators are also initial directors, the address of such incorporator(s) need not be repeated.

STATE OF COLORADO



DEPARTMENT OF
STATE

CERTIFICATE

I, NATALIE MEYER, Secretary of State of the State of Colorado hereby certify that the prerequisites for the issuance of this certificate have been fulfilled in compliance with law and are found to conform to law.

Accordingly, the undersigned, by virtue of the authority vested in me by law, hereby issues A CERTIFICATE OF AMENDMENT TO OAKRIDGE VILLAGE II ASSOCIATION, INC., A NONPROFIT CORPORATION.



Natalie Meyer
SECRETARY OF STATE

DATED: JANUARY 12, 1987

NONPROFIT

ORIGINAL

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ARTICLES OF AMENDMENT

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TO THE

JAN 12 1987

SECRETARY OF STATE
STATE OF COLORADO

ARTICLES OF INCORPORATION

STATE OF COLORADO
DEPARTMENT OF STATE

OF

OAKRIDGE VILLAGE II ASSOCIATION, INC.

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

1. The name of the corporation is OakRidge Village II Association, Inc.

2. The following amendments were adopted by the Board of Directors of the corporation on December 1, 1986, in the manner prescribed by the Colorado Nonprofit Corporation Act:

A. Article VI of the Articles of Incorporation is amended to read as follows:

ARTICLE VI

BOARD OF DIRECTORS

(a) The business and affairs of the Association shall be conducted, managed, and controlled by a Board of Directors who shall exercise all the powers conferred on the Association by these Articles of Incorporation, the By-Laws and the laws of the State of Colorado.

(b) The Board of Directors shall consist of an odd number of individuals but shall not have less than three (3) nor more than seven (7) members, the specified number to be set forth from time to time in the By-Laws of the Corporation.

(c) The initial Board of Directors shall consist of the three (3) persons whose names and addresses are set forth below:

NAME	ADDRESS
Stanley K. Everitt	3000 South College Avenue, Fort Collins, Colorado 80525
David G. Everitt	3000 South College Avenue, Fort Collins, Colorado 80525
Tracy Hozie	3000 South College Avenue, Fort Collins, Colorado 80525

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(d) The initial Board of Directors shall serve until the first election of Directors by the members of the Association and until their successors are duly elected and qualified.

B. The Articles of Incorporation are amended to include the following additional Articles:

ARTICLE VII

PURPOSES AND POWERS OF THE ASSOCIATION

The Association does not contemplate pecuniary gain or profit to the members thereof, and the purposes for which it is formed are to promote the health, safety and welfare of the owners of property subject to a certain Declaration of Covenants, Conditions and Restrictions executed by Everitt Enterprises Limited Partnership No. 1, a Colorado limited partnership, applicable to the following described property situate in the City of Fort Collins, County of Larimer, State of Colorado, to-wit:

Lots 14-40, Tracts C, D, and E of Oak Ridge Village P.U.D. First Filing, a Subdivision of the City of Fort Collins, Larimer County, Colorado.

Said Declaration and any supplements or amendments thereto, are hereafter collectively referred to as the "Declaration". Further purposes are to provide for the maintenance, preservation, replacement and general management and control of such properties as are or may become subject to the Declaration and for these purposes 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 the Declaration, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all office and other expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or government charges levied or imposed against the property of the Association;

(c) 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;

(d) Borrow money, and with the assent of two-thirds (2/3) of each class of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) Dedicate, sell or transfer all or any part of the common areas to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(f) Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and common areas, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

(g) Have and to exercise any and all powers, rights and privileges which a corporation organized under the Colorado Non-profit Corporation Act is entitled to, as the same may now or, as amended, hereafter provide.

ARTICLE VIII

MEMBERSHIP

Every person or entity who is a record owner of a fee, or undivided fee, interest in any lot which is subject to such Declaration, including contract sellers, but not including contract purchasers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to, and may not be separate from ownership of, any lot which is subject to assessment by the Association. Ownership of a lot shall be the sole qualification for membership.

ARTICLE IX

VOTING RIGHTS

The Association shall have two classes of voting memberships:

Class A. Class A members shall be all owners, with the exception of the Declarant, and shall be entitled to one (1) vote for each lot owned. In the event any lot is owned by two (2) or

more persons or entities, whether by joint tenancy, tenancy in common, or otherwise, there shall be one (1) vote per lot and the several owners of any one lot must designate to the Association, in writing, which of the co-owners, or in the event of a corporation or other such association, which of its representatives, shall be entitled to vote.

Class B. The Class B member shall be the Declarant and shall be entitled to three (3) votes for each lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of any of the following events, whichever occurs earlier:

(a) When the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or

(b) On December 31, 1988.

ARTICLE X

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each Class of members, and without the affirmative approval of at least sixty-seven percent (67%) of the first mortgagees. Upon dissolution of the Association, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE XI

AMENDMENTS

Amendment of these Articles shall require the assent of seventy-five percent 75% of the entire membership.

ARTICLE XII

FHA/VA APPROVAL

As long as there is a class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of

common areas, dedication of common areas, dissolution and amendment of these Articles.

3. At a meeting of the Board of Directors on December 1, 1986, the above referenced Amendments were unanimously adopted by all directors in office.

OAKRIDGE VILLAGE II ASSOCIATION, INC.
By: Stanley K. Everitt
Stanley K. Everitt, President

ATTEST:

Tracy Hozie
Tracy Hozie, Secretary

STATE OF COLORADO)
) ss.
COUNTY OF LARIMER)

The above and foregoing instrument was acknowledged before me this 1st day of December, 1986, by Stanley K. Everitt, President, and Tracy Hozie, Secretary.

Witness my hand and official seal.

My commission expires 8-13-88

Beverly P. Gast
Notary Public
3000 South College Ave.
Address
Fort Collins, Colorado

(SEAL)

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