



Colorado Secretary of State  
 Date and Time: 08/30/2007 10:18 AM  
 Id Number: 20071400165  
 Document number: 20071400165

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**Articles of Incorporation for a Nonprofit Corporation**

filed pursuant to §7-90-301, et seq. and §7-122-101 of the Colorado Revised Statutes (C.R.S)

1. Entity name:

Wildwing Community Association, Inc.

*(The name of a nonprofit corporation may, but need not, contain the term or abbreviation "corporation", "incorporated", "company", "limited", "corp.", "inc.", "co." or "ltd." §7-90-601, C.R.S.)*

2. Use of Restricted Words *(if any of these terms are contained in an entity name, true name of an entity, trade name or trademark stated in this document, mark the applicable box):*

- "bank" or "trust" or any derivative thereof
- "credit union"       "savings and loan"
- "insurance", "casualty", "mutual", or "surety"

3. Principal office street address:

2221 S. County Line Road

*(Street name and number)*

Timnath

*(City)*

CO

*(State)*

80524

*(Postal/Zip Code)*

United States

*(Country – if not US)*

*(Province – if applicable)*

4. Principal office mailing address:  
 (if different from above)

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

*(City)*

*(State)*

*(Postal/Zip Code)*

*(Province – if applicable)*

*(Country – if not US)*

5. Registered agent: (if an individual):

Byerly

*(Last)*

Danny

*(First)*

*(Middle)*

*(Suffix)*

**OR** (if a business organization):

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

7. Registered agent street address:

2221 S. County Line Road

*(Street name and number)*

Timnath

*(City)*

CO

*(State)*

80524

*(Postal/Zip Code)*

8. 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)*                      *(Country – if not US)*

9. If the corporation's period of duration is less than perpetual, state the date on which the period of duration expires:

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

10. (Optional) Delayed effective date:

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

11. Name(s) and address(es) of incorporator(s):                      (if an individual)

**Byerly**                      **Danny**                      \_\_\_\_\_  
*(Last)*                      *(First)*                      *(Middle)*                      *(Suffix)*

**OR** (if a business organization)

**2221 S. County Line Road**  
\_\_\_\_\_  
*(Street name and number or Post Office Box information)*

**Timnath**                      **CO**                      **80524**  
\_\_\_\_\_  
*(City)*                      *(State)*                      *(Postal/Zip Code)*  
**United States**  
\_\_\_\_\_  
*(Province – if applicable)*                      *(Country – if not US)*

(if an individual)

\_\_\_\_\_  
*(Last)*                      *(First)*                      *(Middle)*                      *(Suffix)*

**OR** (if a business organization)

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

\_\_\_\_\_  
*(City)*                      *(State)*                      *(Postal/Zip Code)*  
**United States**  
\_\_\_\_\_  
*(Province – if applicable)*                      *(Country – if not US)*

(if an individual)

\_\_\_\_\_  
*(Last)*                      *(First)*                      *(Middle)*                      *(Suffix)*

**OR** (if a business organization)

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

\_\_\_\_\_  
*(City)*                      *(State)*                      *(Postal/Zip Code)*  
**United States**  
\_\_\_\_\_  
*(Province – if applicable)*                      *(Country – if not US)*

(If more than three incorporators, mark this box  and include an attachment stating the names and addresses of all incorporators.)

12. The nonprofit corporation is formed under the Colorado Revised Nonprofit Corporation Act.
13. The corporation will  **OR** will not  have voting members.
14. A description of the distribution of assets upon dissolution is attached.
15. Additional information may be included pursuant to §7-122-102, C.R.S. and other organic statutes. If applicable, mark this box  and include an attachment stating the additional information.

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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.

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

Martell	James	A.	
(Last)	(First)	(Middle)	(Suffix)
300 S. Howes Street			
(Street name and number or Post Office Box information)			
Fort Collins			
(City)	CO	80521	
	(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.)*

**Disclaimer:**

This form, and any related instructions, are not intended to provide legal, business or tax advice, and are offered as a public service without representation or warranty. While this form 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. Questions should be addressed to the user's attorney.

**ATTACHMENT TO  
ARTICLES OF INCORPORATION  
OF  
WILDWING COMMUNITY ASSOCIATION, INC.**

**ARTICLE I. INDEMNIFICATION OF DIRECTORS**

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

**ARTICLE II. 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 shall not restrict other common law protections and rights that a Director or officer may have.

**ARTICLE III. 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.