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Colorado Secretary of State
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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 Belden Place Owners Association, Inc.

(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 175 Main Street
(Street number and name)
Suite C-109
Edwards CO 81632
(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) Stovall Associates, PC
(Caution: Do not provide both an individual and an entity name.)

Street address 175 Main Street,
(Street number and name)
Suite C-109
Edwards CO 81632
(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)

Harris

(Last)

Trisha

(First)

K.

(Middle)

(Suffix)

OR

(if an entity)

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

Mailing address

2154 E. Commons Ave

(Street number and name or Post Office Box information)

Suite 2000

Centennial

(City)

CO

(State)

80122

(ZIP/Postal Code)

United States

(Country)

(Province – if applicable)

(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)

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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.

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

| | | | |
|---|----------------------|-------------------|----------|
| <u>Eckstrum</u> | <u>Andie</u> | <u>Rae</u> | |
| (Last) | (First) | (Middle) | (Suffix) |
| <u>2154 E. Commons Ave</u> | | | |
| (Street number and name or Post Office Box information) | | | |
| <u>Suite 2000</u> | | | |
| <u>Centennial</u> | <u>CO</u> | <u>80122</u> | |
| (City) | (State) | (ZIP/Postal Code) | |
| <u></u> | <u>United States</u> | | |
| (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.

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**ARTICLES OF INCORPORATION
OF
BELDEN PLACE OWNERS ASSOCIATION, INC.**

The undersigned, in compliance with the requirements of the Colorado Revised Nonprofit Corporation Act, hereby signs, acknowledges and delivers these Articles of Incorporation to the Secretary of State of Colorado for the purpose of forming a nonprofit corporation.

ARTICLE 1. NAME

The name of the corporation is Belden Place Owners Association, Inc. (the “Association”).

ARTICLE 2. DEFINITIONS

The definitions set forth in the Declaration of Covenants, Conditions and Restrictions for Belden Place shall apply to all capitalized terms herein, unless otherwise defined herein.

ARTICLE 3. PRINCIPAL OFFICE

The principal office of the Association is 175 Main Street, Suite C-109, Edwards, CO 81632. The principal office of the Association may be changed from time to time by action of the Board of Directors of the Association.

ARTICLE 4. REGISTERED AGENT

The registered agent of the Association is Stovall Associates, a Professional Corporation, at the registered address of 175 Main Street, Suite C-109, Edwards, CO 81632. The registered agent and office of the Association may change from time to time by action of the Board of Directors of the Association.

ARTICLE 5. PURPOSES AND POWERS OF THE ASSOCIATION

The Association shall be a nonprofit corporation, without shares of stock. The purposes for which the Association is formed are as follows:

(a) To operate and manage the common interest community known as “Belden Place” in accordance with the Declaration, the Bylaws, and any rules and regulations promulgated by the Association, for the purpose of enhancing and preserving the value of the property within the Belden Place community;

(b) To perform all acts and services and to exercise all powers and duties for the Association in accordance with the terms of the Colorado Common Interest Ownership Act (the “CCIOA”), the Colorado Revised Nonprofit Corporation Act (the “Nonprofit Act”) and the Declaration.

(c) 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 property in the Community; and

(d) To do any and all permitted acts suitable or incidental to any of the foregoing purposes to the fullest extent permitted by law, and to do any and all acts that, in the opinion of the Board of Directors of the Association, will promote the common benefit of the occupants, residents and Owners of the Community, and which may be necessary or desirable to promote the health, safety and welfare of the occupants, residents and Owners of the Community.

ARTICLE 6. MEMBERSHIP

The Association shall have voting Members. Any Person who holds title to a Unit in the Community shall be a “Member” of the Association. There shall be one membership for each Unit owned within the Community. Membership shall be appurtenant to and may not be separated from ownership of any Unit. A transfer of membership shall occur automatically upon the transfer of title to the Unit to which the membership pertains. The authorized number and qualifications of Members of the Association, the voting rights and other rights, privileges and obligations of Members shall be as set forth in the Declaration and/or Bylaws of the Association.

ARTICLE 7. BOARD OF DIRECTORS

(a) The affairs of the Association shall be managed by a Board of Directors of three (3) to five (5) directors, as more fully set forth in the Bylaws.

(b) The names and addresses of the initial members of the Board of Directors, who shall serve until their successors are appointed or elected as provided in the Declaration and the Bylaws, are as follows:

Alison Perry
Brian Claydon
Jena Skinner

ARTICLE 8. LIMITATION OF LIABILITY

There shall be no personal liability, either direct or indirect, of any director or officer of the Association to the Association or its Members for monetary damages for any breach of fiduciary duty as a director or officer; except that this provision shall not eliminate the liability of a director or officer to the Association or its Members for monetary damages for any breach, act, omission or transaction as to which the Nonprofit Act expressly prohibits the elimination of liability.

ARTICLE 9. DURATION

The duration of the Association shall be perpetual.

ARTICLE 10. DISSOLUTION

In the event of the dissolution of the Association as a nonprofit corporation, either voluntarily or involuntarily by the Members, by operation of law, or otherwise, the assets of the Association shall be distributed in accordance with the Nonprofit Act.

ARTICLE 11. AMENDMENT

These Articles of Incorporation may be amended by the affirmative vote of Members holding a majority of a quorum of the votes in the Association voting in person or by proxy at a regular or special meeting of the Association called for such purpose; provided, however, that no amendment to these Articles of Incorporation shall be contrary to or inconsistent with any provision of the Declaration.

ARTICLE 12. INCORPORATOR

The name and address of the incorporator is as follows: Trisha K. Harris, White Bear Ankele Tanaka & Waldron, P.C., 2154 E. Commons Avenue, Suite 2000, Centennial, CO 80122.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 6th day of April, 2022.



Trisha K. Harris

The name and mailing address of the individual who causes this document to be delivered for filing, and to whom the Secretary of State may deliver notice if filing of this document is refused is: Trisha K. Harris, White Bear Ankele Tanaka & Waldron, P.C., 2154 E. Commons Avenue, Suite 2000, Centennial, CO 80122.

CONSENT OF REGISTERED AGENT

The undersigned hereby consents to the appointment as registered agent for Belden Place Owners Association, Inc.

Jim Stovall President
Stovall Associates, a Professional Corporation

Jim Stovall
Jim Stovall, Authorized Agent

STATE OF COLORADO)
COUNTY OF Eagle) ss.

The foregoing was acknowledged before me by Jim Stovall on this 5th day of April, 2022.

Witness my hand and official seal.



Jessie Bechard
Notary Public

My commission expires: Aug. 01, 2025