

AZ. CORP. COMMISSION
FOR THE STATE OF AZ.
FILED

DEC 9 1 35 PM '85
APPR *James W. [unclear]*
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Nov 20 2 13 PM '85

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DATE *2-2-85* TIME *10:00 AM*

181171

ARTICLES OF INCORPORATION

OF

ACOMA ESTATES HOMEOWNERS' ASSOCIATION

ARTICLE I

1. NAME. The name of this corporation is ACOMA ESTATES HOMEOWNERS' ASSOCIATION.

ARTICLE II

2. PURPOSE. The purpose for which this association is organized is the transaction of any or all lawful business not for profit for which corporations may be incorporated under the laws of the State of Arizona, as they may be amended from time to time.

ARTICLE III

3. INITIAL PURPOSE. The initial business and primary purpose of this Corporation is to serve as a Homeowners' Association for the owners of condominium units ("Units") under a Horizontal Property Regime, formed by virtue of Arizona Revised Statutes, Sections 33-551 through 33-361, inclusive, known as ACOMA ESTATES HOMEOWNERS' ASSOCIATION, as more fully set forth in the Declaration of Horizontal Property Regime and Covenants, Conditions and Restrictions for Acoma Estates, as and if amended (the "Declaration"), recorded in connection with establishment of that Horizontal Property Regime in Pinal County, Arizona. This Corporation will not

engage in any other business or activity, except as set forth herein and in the Bylaws of the Corporation. Notwithstanding any other provisions of these Articles, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization qualifying under Section 528 or, if the Corporation so elects, Section 501(c)(4) of the Internal Revenue Code of 1954, as the case may be.

This Corporation does not contemplate securing any gain or profit to the members of the Corporation, and the members shall have no individual interest in the profits of the Corporation if they are generated.

In the conduct of its business, this Corporation shall be empowered to do any and all things that a private person might do under the laws of the State of Arizona.

The specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence lots and common area within that certain tract of property located within Pinal County, State of Arizona, and described as:

Lot 10 in Section 18, Township 1 North, Range 8 East, of the Gila and Salt River Base and Meridian,

and to promote the health, safety, and welfare of the residents within the above-described property and any additions hereto as may be brought within the jurisdiction of this association for this purpose to:

(a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the associ-

ation as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of the County Recorder, County of Pinal, State of Arizona, 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 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 governmental 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) Participate in mergers and consolidations with other non-profit organizations organized for the same purpose, or annex additional residential property and common area, provided that any such merger, consolidation or annexa-

tion shall have the assent of two-thirds (2/3) of each class of members:

(f) Have, and to exercise any and all powers, rights, and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Arizona by law may now or hereafter have or exercise.

ARTICLE IV

AUTHORIZED CAPITAL. ~~The association shall not have the authority to issue shares of common stock, since the association is a not for profit corporation incorporated under the provisions of A.R.S. §10-45.1 et seq.~~

ARTICLE V

MEMBERSHIP. Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject to covenants of record by the association, including contract sellers, 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 separated from ownership of any lot which is subject to assessment by the association, and a member shall remain a member until such time as his ownership ceases for any reason, at which time his membership shall automatically cease.

ARTICLE VI

6. VOTING RIGHTS. The Association shall have two classes of voting membership as further depicted in the Declaration.

ARTICLE VII

7. PERSONAL LIABILITY. The private property of the directors, officers and members of this association shall be exempt from all corporate debts, obligations and liabilities of whatsoever kind and nature. The members shall be under no obligation to the corporation or its creditors other than the obligation to pay the corporation according to the fee schedule set forth in the Bylaws of the corporation.

ARTICLE VIII

8. STATUTORY AGENT. The name and address of the initial statutory agent of the association is ROBERT L. DOSSEY, P.C., 793 North Alma School Road, Suite 9, Chandler, Arizona 85224.

ARTICLE IX

9. KNOWN PLACE OF BUSINESS. The known place of business and the name of the business to be carried on by the association shall be:

ACOMA ESTATES HOMEOWNERS' ASSOCIATION
2323 S. Butte Avenue
Tempe, Arizona 85282

ARTICLE X

10. BOARD OF DIRECTORS. The affairs of the Association shall be managed by a Board of three (3) directors, who need not be members of the Association. The number of Directors may be changed by amendment of the Bylaws of the Association. The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successors are:

Michael Mecsey

ADDRESS
2323 S. Butte Avenue
Tempe, AZ 85282

Michelle Mecsey

2323 S. Butte Ave.
Tempe, AZ 85282

Joseph Mecsey

8434 E. Palm Lane
Scottsdale, AZ 85224

At the first annual meeting, the members shall elect one (1) Director for a term of one (1) year, one (1) Director for a term of two (2) years, and one (1) Director for a term of three (3) years; and at each annual meeting thereafter, the members shall elect one (1) Director for a term of three (3) years.

ARTICLE XI

11. MANAGEMENT. The business and affairs of the association shall be managed by the Board of Directors.

ARTICLE XII

12. NO ACTION WITHOUT MEETING. No action required by law or these Articles of Incorporation to be taken by the Board of Directors at a meeting may be taken without a meeting duly called in accordance with the requirements of the Bylaws and actually held.

ARTICLE XIII

13. INCORPORATORS. The incorporators of the association are:

Robert L. Dassey
793 North Alma School Rd.
Suite 9
Chandler, Arizona 85224

Jane K. Quickle
793 North Alma School Rd.
Suite 9
Chandler, Arizona 85224

All powers, duties and responsibilities of the incorporators shall cease at the time of delivery of these Articles of Incorporation to the Arizona Corporation Commission for filing.

ARTICLE XIV

14. DISSOLUTION. The Association may be dissolved with the assent given in writing and signed by not less than one hundred percent (100%) of the members and lienholders pursuant to A.R.S. §33-556. Upon dissolution of the association, other than incident to a merger or consolidation, the assets of the association shall be dedicated to an appropriate public agency, to be used for purposes similar to which the association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed, and assigned to any non-profit corporation, association, trust, or other organization to be devoted to such similar purpose.

ARTICLE XV

15. DURATION. The corporation shall exist perpetually.

ARTICLE XVI

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

ARTICLE XVII

11. 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: (1) annexation of additional properties, (2) mergers and consolidations, (3) mortgaging of common area, (4) dedication of common area, and (5) dissolution in conformance with A.R.S. §33-556, and amendment of these Articles.

IN WITNESS WHEREOF, for the purposes of forming this corporation under the laws of the State of Arizona, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this 19th day of November, 1985.



Robert L. Bossey, Incorporator



Jane K. Quickle, Incorporator