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AZ CORP COMMISSION
STATE OF ARIZONA

AZ CORP COMMISSION
STATE OF ARIZONA

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ARTICLES OF INCORPORATION OF
VILLA PARAISO
COUNCIL OF CO-OWNERS, INC.

ARTICLE I ^{TBB}

NAME: The name of the of the corporation shall be VILLA
PARAISO COUNCIL OF CO-OWNERS, INC.

ARTICLE II

PURPOSE: The purpose for which this corporation is organized
is the transaction of any or all lawful business 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

INITIAL BUSINESS: The corporation does not contemplate
pecuniary gain or profit to the members thereof, and the specific
business for which it is formed is to provide for the maintenance,
preservation and architectural control of the residential units and
common elements within the subdivision in Pima County, Arizona,
known as Villa Paraiso, and to promote the health, safety and
welfare of the residents of the above-described property.

ARTICLE IV

STATUTORY AGENT: The name and address of the initial
Statutory Agent, a bona fide resident of Arizona for three years
is: Carolyn B. Goldschmidt, Esq., 450 West Paseo Redondo, Suite
204, Tucson, Arizona 85701.

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ARTICLE V

BOARD OF GOVERNORS (DIRECTORS): The Board of Governors of the Corporation shall consist of five Governors. The persons who are to serve on the Board until the next Annual Meeting of Co-Owners or until their successors are elected and qualified are:

Maria Marcus President
1347-D E. Ft. Lowell
Tucson, Arizona 85719

Dr. James Justice Vice President
1345-C (Owner)
4875 Hummingbird Lane
Tucson, Arizona 85715

Chris Conforti Secretary
1353-E E. Ft. Lowell
Tucson, Arizona 85719

Tom Merritt Treasurer
1349-A (Owner)
Post Office Box 44016
Tucson, Arizona 85733-4016

Phyllis Grinaldi Member @ Large
1349-E E. Ft. Lowell
Tucson, Arizona 85719

ARTICLE VI

INCORPORATORS: The members of the Board of Governors of the corporation are also the Incorporators.

ARTICLE VII

LIMITATION OF LIABILITY OF DIRECTORS: The personal liability of every director and officer of the corporation is and shall be eliminated or limited to the fullest extent permitted or authorized by Chapter 5, Title 10, Arizona Revised Statutes, and all Amendments thereto and revisions and replacements thereof.

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"Director", for the purposes of this Article, is a member of the corporation's Board of Governors and comprises the persons included within the definition of the term set forth in Section 10-1029, Arizona Revised Statutes, and all Amendments thereto and revisions and replacements thereof.

ARTICLE VIII

MEMBERSHIP: Every person or entity who is a record owner of a fee or undivided fee interest in any unit which is subject by Covenants of Record to assessment by the Council of Co-Owners, including contract sellers, shall be a member of the Council. 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 unit which is subject to assessment by the Council of Co-Owners.

ARTICLE IX

AMENDMENT TO ARTICLES: Amendment of these Articles of Incorporation shall require the assent of fifty-one percent (51%) of the votes of this corporation cast by members entitled to vote at any duly constituted and convened regular or special meeting of members.

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IN WITNESS WHEREOF, we, the said Incorporators and Directors,
have hereunto set our hands this ____ day of May, 1991.

Maria A. Marcus
Maria Marcus
President

Dr. James Justice
Dr. James Justice
Vice President

Chris Conforti
Chris Conforti
Secretary

Tom Merritt
Tom Merritt

Phyllis Grimaldi
Treasurer
Phyllis Grimaldi
Member @ Large

I, Carolyn B. Goldschmidt, having been designated to act as
Statutory Agent, hereby consent to act in that capacity until
removed or resignation is submitted in accordance with the Arizona
Revised Statutes.

Carolyn B. Goldschmidt
Carolyn B. Goldschmidt

5 3 2 0 2 7 0 0 1 7
ARIZONA CORPORATION COMMISSION
CORPORATIONS DIVISION

Phoenix Address 1200 West Washington
Phoenix, Arizona 85007

Tucson Address: 402 West Congress
Tucson, Arizona 85701

CERTIFICATE OF DISCLOSURE
A.R.S. Sections 10-120 & 10-1084

PLEASE SEE REVERSE SIDE

Villa Paraiso Council of Co-Owners
EXACT CORPORATE NAME Inc

CHECK APPROPRIATE BOX(ES) A or B
ANSWER C

THE UNDERSIGNED CERTIFY THAT

- A No person serving either by election or appointment as officer, director, incorporator and persons controlling, or having more than 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation:
 - 1. Have been convicted of a felony involving a transaction in securities, consumer fraud or restraint in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate
 - 2. Have been convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses, or restraining the trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate
 - 3. Have been or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven-year period immediately preceding the execution of this Certificate when such injunction, judgment, decree or permanent order
 - a. involved the violation of fraud or registration provisions of the securities laws of that jurisdiction; or
 - b. involved the violation of the consumer fraud laws of that jurisdiction; or
 - c. involved the violation of the restraint or restraint of trade laws of that jurisdiction.

B For any person or persons who have been or are subject to one or more of the statements in items A.1 through A.3 above, the following information MUST be attached:

- 1. Full name and prior name(s) used
- 2. Full birth name
- 3. Present home address
- 4. Prior addresses (for immediate preceding 7-year period)
- 5. Date and location of birth
- 6. Social Security number.
- 7. The nature and description of each conviction or judicial action, date and location, the court and public agency involved and file or case number of same.

STATEMENT OF BANKRUPTCY RECEIVERSHIP OR REVOCATION

A.R.S. Sections 10-120.01 and 10-1085

C Has any person serving (as either by election or appointment as an officer, director, trustee or incorporator of the corporation or, as major shareholder) possessing or controlling any proprietary, beneficial or membership interest in the corporation, served in any such capacity here, been named in any Corporation which has been placed in bankruptcy or receivership or had its charter revoked? YES NO

IF YOUR ANSWER TO THE ABOVE QUESTION IS 'YES' YOU MUST ATTACH THE FOLLOWING INFORMATION FOR EACH CORPORATION:

- 1. Name and address of the corporation
- 2. Full name, including title and address of each person involved
- 3. Date(s) in which the corporation
 - a. Was incorporated
 - b. Was dissolved
- 4. Date of corporate operation
- 5. A description of the bankruptcy, receivership or charter revocation, including the date, court or authority involved and the file or case number of the case.

Under penalty of law, the undersigned incorporator/officer declares that we have examined this Certificate, including any attachments, and to the best of our knowledge and belief it is true, correct and complete.

BY _____ DATE _____
 TITLE _____
 BY _____ DATE _____
 TITLE _____
 By _____ Date _____
 Title _____

BY _____ DATE _____
 TITLE _____
 BY *Shirley Crimmins Taylor*
 TITLE _____
 FISCAL DATE 2/12/31

552027 0017
ARIZONA CORPORATION COMMISSION
CORPORATIONS DIVISION

Phoenix Address: 1200 West Washington
Phoenix, Arizona 85007

Tucson Address: 602 West Congress
Tucson, Arizona 85701

CERTIFICATE OF DISCLOSURE
A.R.S. Sections 10-126 & 10-1084

PLEASE SEE REVERSE SIDE

Villa Paraiso Council of Co-Owners,
EXACT CORPORATE NAME Inc

CHECK APPROPRIATE BOXES) A or B
ANSWER C

THE UNDERSIGNED CERTIFY THAT

- A. No person serving either by election or appointment as officer, director, member, incorporator and persons controlling or holding more than 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation:
 - 1. Have been convicted of a felony involving a transaction in securities, consumer fraud or contract in any state or federal jurisdiction within the seven-year period immediately preceding the expiration of this Certificate
 - 2. Have been convicted of a felony the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses, or receiving the trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the expiration of this Certificate
 - 3. Have been or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven-year period immediately preceding the expiration of this Certificate which such injunction, judgment, decree or permanent order:
 - (a) involved the violation of laws or regulations provisions of the securities laws of that jurisdiction, or
 - (b) involved the violation of the consumer fraud laws of that jurisdiction, or
 - (c) involved the violation of the antitrust or restraint of trade laws of that jurisdiction.

B. For any person or persons who have been or are subject to one or more of the violations in items A.1 through A.3 above the following information MUST be disclosed:

- 1. Full name and prior name(s) used
- 2. Full birth name
- 3. Present home address
- 4. Prior addresses (for immediate preceding 7-year period)
- 5. Date and location of birth
- 6. Social Security number
- 7. The nature and description of each conviction or judicial action, date and location, the court and public agency involved and the or case number of case.

STATEMENT OF BANKRUPTCY RECEIVERSHIP OR REVOCATION
A.R.S. Sections 10-126.01 and 10-1084

C. Has any person serving (a) either by election or appointment as an officer, director, trustee or incorporator of the corporation, or (b) either as a creditor, beneficiary or controlling any proprietary, beneficial or membership interest in the corporation, served in any such capacity for had such interest in any corporation which has been placed in bankruptcy or receivership or had its charter revoked? YES ___ NO ___

IF YOUR ANSWER TO THE ABOVE QUESTION IS YES, YOU MUST ATTACH THE FOLLOWING INFORMATION FOR EACH CORP. YES

- 1. Name and address of the corporation
- 2. Full name, including state and address of each person involved
- 3. State(s) in which the corporation:
 - a. was incorporated
 - b. has its principal business
- 4. Status of corporate operation
- 5. A description of the bankruptcy, receivership or charter revocation, including the date, court, name of trustee or receiver and the file or case number of the case.

Under penalty of perjury, the undersigned and original officers declare that we have examined this Certificate, including any exhibits, and the information is true and correct in all respects and is a true and correct copy complete.

BY _____ DATE _____ BY _____ DATE _____
 TITLE _____ TITLE _____
 BY _____ DATE _____ BY _____ DATE _____
 TITLE _____ TITLE _____
 BY [Signature] DATE [Signature] FISCAL DATE 1-31
 Title _____

6 3 **ARIZONA CORPORATION COMMISSION**
CORPORATIONS DIVISION

Phoenix Address: 1200 West Washington
Phoenix, Arizona 85007

Tucson Address: 402 West Congress
Tucson, Arizona 85701

CERTIFICATE OF DISCLOSURE
A.R.S. Sections 10-126 & 10-1094

PLEASE SEE REVERSE SIDE

Villa Paraiso Council of Co. Limited
EXACT CORPORATE NAME Inc.

CHECK APPROPRIATE BOX(ES) A or B
ANSWER C

THE UNDERSIGNED CERTIFY THAT

- A** No person serving either by election or appointment as officers, directors, incorporators and persons controlling, or holding more than 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation:
1. Have been convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate.
 2. Have been convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses, or restraining the trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate.
 3. Have been or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven-year period immediately preceding the execution of this Certificate where such injunction, judgment, decree or permanent order:
 - a. involved the violation of fraud or registration provisions of the securities laws of that jurisdiction; or
 - b. involved the violation of the consumer fraud laws of that jurisdiction; or
 - c. involved the violation of the antitrust or restraint of trade laws of that jurisdiction.

B For any person or persons who have been or are subject to one or more of the Malfeasance in Items A.1 through A.3 above, the following information MUST be attached:

1. Full name and prior name(s) used
2. Full birth name
3. Present home address
4. Prior addresses (for immediate preceding 7-year period)
5. Date and location of birth
6. Social Security number
7. The nature and description of each conviction or judicial action, date and location, the court and public agency involved and file or cause number of case.

STATEMENT OF BANKRUPTCY RECEIVERSHIP OR REVOCATION
A.R.S. Sections 10-126.01 and 10-1093

C Has any person serving (a) either by election or appointment as an officer, director, trustee or incorporator of the corporation or, (b) either stockholder possessing or controlling any proprietary, beneficial or membership interest in the corporation, acted in any state capacity or held such interest in any corporation which has been placed in bankruptcy or receivership or had its charter revoked? YES NO

IF YOUR ANSWER TO THE ABOVE QUESTION IS YES, YOU MUST ATTACH THE FOLLOWING INFORMATION FOR EACH CORPORATION:

1. Name and address of the corporation
2. Full name including alias and address of each person involved
3. State in which the corporation:
 - a. Was incorporated
 - b. Has transacted business
4. Date of corporate operation.
5. A description of the bankruptcy, receivership or charter revocation, including the date, court or agency involved and the file or cause number of the case.

Under penalties of law the undersigned incorporators/officers declare that we have examined this Certificate, including any attachments, and to the best of our knowledge and belief it is true, correct and complete.

BY _____ DATE _____
TITLE _____

BY _____ DATE _____
TITLE _____

BY _____ DATE _____
TITLE _____

BY _____ DATE _____
TITLE _____

By Christy J. Adams Date 1/25/10
Title Secretary

FISCAL DATE 12-31

Homeowner's Association
Board of Governors

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ARIZONA CORPORATION COMMISSION
CORPORATIONS DIVISION

Phoenix Address 1200 West Washington
Phoenix, Arizona 85007

Tucson Address: 402 West Congress
Tucson, Arizona 85701

CERTIFICATE OF DISCLOSURE

A.R.S. Sections 10-128 & 10-1084

PLEASE SEE REVERSE SIDE

Villa Paraiso Council of Co-owners,
EXACT CORPORATE NAME Inc.

CHECK APPROPRIATE BOXES) A or B
ANSWER C

THE UNDERSIGNED CERTIFY THAT

- A. No persons serving either by election or appointment as officers, directors, incorporators and persons controlling, or holding more than 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation:
1. Have been convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate.
 2. Have been convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses, or restraining the trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate.
 3. Have been or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven-year period immediately preceding the execution of this Certificate where such injunction, judgment, decree or permanent order:
 - a. Involved the violation of fraud or registration provisions of the securities laws of that jurisdiction; or
 - b. Involved the violation of the consumer fraud laws of that jurisdiction; or
 - c. Involved the violation of the antitrust or restraint of trade laws of that jurisdiction.

B. For any person or persons who have been or are subject to one or more of the statements in Items A.1 through A.3 above, the following information MUST be attached.

1. Full name and prior name(s) used
2. Full birth name
3. Present home address.
4. Prior addresses (for immediate preceding 7-year period).
5. Date and location of birth
6. Social Security number.
7. The nature and description of such conviction or judicial action, state and location, the court and public agency involved and file or cause number of case.

STATEMENT OF BANKRUPTCY, RECEIVERSHIP OR REVOCATION

A.R.S. Sections 10-128.01 and 10-108D

C. Has any person serving (a) either by election or appointment as an officer, director, trustee or incorporator of the corporation or, (b) regular stockholder possessing or controlling any proprietary, beneficial or membership interest in the corporation, served in any such capacity or held such interest in any corporation which has been placed in bankruptcy or receivership or had its charter revoked? YES NO

IF YOUR ANSWER TO THE ABOVE QUESTION IS "YES", YOU MUST ATTACH THE FOLLOWING INFORMATION FOR EACH CORPORATION:

1. Name and address of the corporation
2. Full name, including alias and address of each person involved.
3. State(s) in which the corporation:
 - a. Was incorporated
 - b. Was transacted by/with
4. Date of corporate cessation.
5. A description of the bankruptcy, receivership or charter revocation, including the date, court or agency involved and the file or cause number of the case.

Under penalties of law, the undersigned incorporators/officers declare that we have examined this Certificate, including any attachments, and to the best of our knowledge and belief it is true, correct and complete.

[Signature] 12-31
[Signature] Villa Paraiso Council

BY _____ DATE _____

TITLE _____

BY _____ DATE _____

TITLE _____

BY _____ DATE _____

TITLE _____

FISCAL DATE: 12-31

By _____ Date _____

Title _____

6 5 ~~A. SCOLA CORPORATION~~ CORPORATION DIVISION

Phoenix Address 1200 West Washington
Phoenix, Arizona 85007

Tucson Address: 482 West Congress
Tucson, Arizona 85704

CERTIFICATE OF DISCLOSURE

A.R.S. Sections 10-128 & 10-1884

PLEASE SEE REVERSE SIDE

Walter P. ...
EXACT CORPORATE NAME *Owners, Inc.*

CHECK APPROPRIATE BOX(ES) A or B
ANSWER 'C'

THE UNDERSIGNED CERTIFY THAT:

- A. No persons serving either by election or appointment as officers, directors, incorporators and persons controlling or holding more than 1% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation,
 - 1. Have been convicted of a felony involving a transaction in securities, consumer fraud or otherwise in any state or federal jurisdiction within the seven-year period immediately preceding the issuance of this Certificate.
 - 2. Have been convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretense, or restraining the trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the issuance of this Certificate.
 - 3. Have been or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven-year period immediately preceding the issuance of this Certificate where such injunction, judgment, decree or permanent order:
 - (a) involved the violation of fraud or registration provisions of the securities laws of that jurisdiction; or
 - (b) involved the violation of the consumer fraud laws of that jurisdiction; or
 - (c) involved the violation of the antitrust or restraint of trade laws of that jurisdiction.

- B. For any person or persons who have been or are subject to one or more of the statements in items A.1 through A.3 above, the following information MUST be attached:
 - 1. Full name and prior name(s) used.
 - 2. Full birth name.
 - 3. Present home address.
 - 4. Prior addresses (for immediate preceding 7-year period).
 - 5. Date and location of birth.
 - 6. Social Security number.
 - 7. The nature and description of each conviction or injunction, decree and location, the court and public entity involved and the or court number of each.

STATEMENT OF BANKRUPTCY, RECEIVERSHIP OR REVOCATION
A.R.S. Sections 10-1281 and 10-1884

C. Has any person serving (a) either by election or appointment as an officer, director, trustee or incorporator of the corporation or (b) as a stockholder possessing or controlling any proprietary, beneficial or membership interest in the corporation, served in any such capacity or held such interest in any corporation which has been placed in bankruptcy or receivership or had its charter revoked? YES _____

IF YES, IN ANSWER TO THE ABOVE QUESTION IS "YES", YOU MUST ATTACH THE FOLLOWING INFORMATION FOR EACH CORPORATION:

- 1. Name and address of the corporation.
- 2. Full name including alias and address of each person involved.
- 3. State(s) in which the corporation:
 - (a) Was incorporated.
 - (b) Has transacted business.
- 4. Date of corporate creation.
- 5. A description of the bankruptcy, receivership or charter revocation, including the date, court, and proceedings involved and the file or case number of the case.

Under penalties of law, the undersigned incorporator/officers declare that we have examined this Certificate, including any attachments, and to the best of our knowledge and belief it is true, correct and complete.

By *Walter P. ...* DATE *12-2-01*
 TITLE *President*

By _____ DATE _____
 TITLE _____

By _____ DATE _____
 Title _____

BY _____ DATE _____
 TITLE _____

BY _____ DATE _____
 TITLE _____

FISCAL DATE *2/12-31*