

Articles of Incorporation  
Reference/PO # 1171712-0  
06

# Arizona BUSINESS The business resource Gazette

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Phoenix, Arizona 85001-0194  
(602) 444-7315 FAX (602) 444-7366

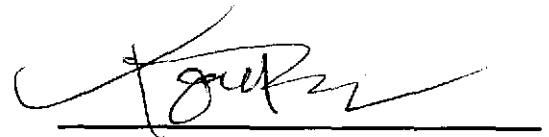
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ARIZONA CORP. COMMISSION  
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COUNTY OF MARICOPA

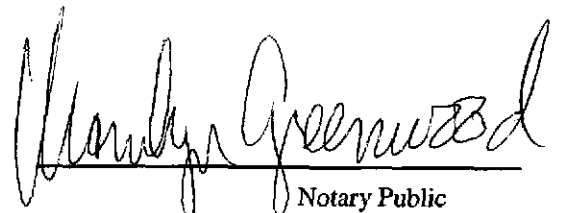
} SS.

Tom Bianco, being first duly sworn, upon oath deposes and says: That he is the advertising manager of the Arizona Business Gazette, a newspaper of general circulation in the county of Maricopa, State of Arizona, published weekly at Phoenix, Arizona, and that the copy hereto attached is a true copy of the advertisement published in the said paper on the dates indicated.

3/17/2005  
3/24/2005  
3/31/2005



Sworn to before me this  
31ST day of  
MARCH 2005

  
Notary Public

**EXPEDITED ARTICLES OF  
INCORPORATION OF  
MCCARTNEY CENTER  
HOMEOWNERS ASSOCIATION**

In compliance with the requirements of §10-3101, et seq., Arizona Revised Statutes, as amended, the undersigned, who is a person capable of contracting, states as follows:

**ARTICLE I**  
**Name.** The name of the corporation is **McCartney Center Homeowners Association.**

**ARTICLE II**  
**Defined Terms.** Capitalized terms used in these Articles without definition shall have the meaning specified for such terms in the Declaration of Covenants, Conditions and Restrictions for McCartney Center Residential Areas AA, BB, CC, DD, EE, FF, GG and HH, as recorded in the Office of the Pinal County Recorder, as amended from time to time.

**ARTICLE III**  
**Principal Office.** The principal office of the Association shall be located at 10000 North 31st Avenue, Suite C-109, Phoenix, Arizona 85001.

**ARTICLE IV**  
**STATUTORY AGENT.** Stephen Lenihan, whose address is 1050 E. River Road, Suite 300, Tucson, AZ 85718, is hereby appointed and designated as the initial statutory agent for the corporation.

**ARTICLE V**  
**PURPOSE OF THE ASSOCIATION.** The object and purpose for which this Association is organized is to provide for the management, maintenance, and care of the Common Area, which term shall specifically include all Areas of Association Responsibility, and other property owned by the Association or property placed under its jurisdiction and to perform all duties and exercise all rights imposed on or granted to the Association by the Project Documents. In furtherance of, and in order to accomplish the foregoing object and purpose, the Association may transact 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 VI**  
**CHARACTER OF BUSINESS.** The character of the business, which the Association intends to conduct in Arizona, is to provide for the management, maintenance and care of the Common Area and to exercise and perform such other powers and duties as are imposed on or granted to the Association by the Project Documents.

**ARTICLE VII**  
**MEMBERSHIP AND VOTING RIGHTS.** This Association will have Members. Membership in the Association shall be limited to Owners of Lots. Each Owner shall have such rights, privileges and votes in the Association as are set forth in the Project Documents.

**ARTICLE VIII**  
**BOARD OF DIRECTORS.** The number of directors constituting the Initial Board of Directors shall be three (3). The names and addresses of the initial directors of the Association who shall serve until the first annual meeting of the members or until their successors are elected and qualified are as follows:  
Louis L. Turner, 10000 N. 31st Avenue, Suite C-109, Phoenix, AZ 85001; Kayvon Sanaifia, 2147 E. Baseline, Suite 101,

Tempe, AZ 85283; Joseph E. Hogan, 699 S. Mill Avenue, Suite 320, Tempe, AZ 85281.

The Board shall adopt the Initial Bylaws of the Association. The power to alter, amend or repeal the Bylaws is reserved to the Members, except that the Board, without a vote of the Members, may amend the Bylaws to the requirements or guidelines of the Federal National Mortgage Association, the Federal Home Loan Mortgage Corporation, the Federal Housing Administration, the Veterans Administration or any federal, state or local government agency whose approval of the Project, the Plat or the Project Documents is required by law or requested by the Declarant or the Association.

**ARTICLE IX**  
**OFFICERS.** The following persons shall be the initial officers of the Association and shall hold the positions opposite their names until the first annual meeting of the Association and until their successors have been elected and qualified: Louis L. Turner, President; Kayvon Sanaiha, Vice President; Joseph E. Hogan, Secretary/Treasurer.

**ARTICLE X**  
**LIMITATION ON LIABILITY OF DIRECTORS.** The personal liability of a director of the Association to the Association or its members for monetary damages for breach of his fiduciary duties as a director is hereby eliminated to the fullest extent permitted by the Arizona Nonprofit Corporation Act, as it may be amended from time to time.

**ARTICLE XI**  
**AMENDMENTS.** These Articles may be amended by Members representing at least seventy-five percent (75%) of the total authorized votes entitled to be without a vote of Members, may amend these Articles in order to conform these Articles to the requirements or guidelines of the Federal National Mortgage Association, the Federal Home Loan Mortgage Corporation, the Federal Housing Administration, the Veterans Administration or any federal, state or local governmental agency whose approval of the Project, the Plat or the Project Documents is required by law or requested by the Declarant or the Association. So long as the Declarant owns any Lot, any amendment to these Articles must be approved in writing by the Declarant.

**ARTICLE XII**  
**DISSOLUTION.** The Association may be dissolved with the assent given in writing and signed by Owners representing not less than two-thirds (2/3) of the authorized votes in each class of membership and by the Declarant if the Declarant owns one or more Lots. Upon dissolution of the Association, other than incident to a merger or consolidations, 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 or assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purpose.

**ARTICLE XIII**  
**DURATION.** The Corporation shall exist perpetually.

**ARTICLE XIV**  
**VA/FHA APPROVAL.** As long as there is a Class B membership in the Association, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration (if Project Documents were initially approved by the VA/FHA): annexation of additional properties; mergers or consolidations; mortgaging of Common Area; dedication of Common Area; undertaking self-management of the Project or the Association and dissolution or amendment of these Articles of Incorporation. To the extent such approval is no longer required by the Federal Housing Administration or the Veterans Administration for any or all of the matters listed above, then no approval of the Federal Housing Administration or the Veterans Administration shall be required with respect to such matters.

**ARTICLE XV**  
**INCORPORATOR.** The name and address of the incorporator of the Association is: Louis L. Turner, 10000 North 31st Avenue, Suite C109, Phoenix, Arizona 85001

Dated this 23 day of December, 2004.

/s/ Louis L. Turner  
Louis L. Turner  
OF  
ACCEPTANCE AS  
APPOINTMENT AS  
STATUTORY AGENT. The undersigned, having been designated to act as statutory agent for this corporation, hereby accepts such appointment and agrees to act in that capacity until removal or resignation is submitted in accordance with applicable provisions of the Arizona Revised Statutes.

Dated this 27th day of December, 2004.

/s/ Stephen Lenihan  
Stephen Lenihan  
Published: March 17, 24, 31, 2005