



THE RECORD REPORTER

~ SINCE 1914 ~

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PHOENIX, AZ - 85016

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JUN 17 2005

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ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

RR# 829406

ARTICLES OF INCORPORATION
OF
PORTLAND PLACE CONDOMINIUM
ASSOCIATION, INC.

an Arizona nonprofit corporation

ARTICLE I

NAME OF THE ASSOCIATION
The name of the association shall be
PORTLAND PLACE CONDOMINIUM
ASSOCIATION, INC. (the
"Association").

ARTICLE II

DEFINED TERMS/CONFLICTING
PROVISIONS

Capitalized terms used in these
Articles of Incorporation without
definition shall have the meanings
specified for such terms in the
Condominium Declaration for Portland
Place Condominiums, as the same
may be amended from time to time in
accordance with the terms thereof
(the "Declaration"), the terms and
provisions of which are incorporated
into these Articles of Incorporation by
this reference as if set forth herein. In
the event of any conflict or
inconsistency between the
Declaration and these Articles, the
Declaration shall control.

ARTICLE III

PURPOSE AND POWERS

The purpose for which the Association
is organized is the transaction of any
and all lawful business for which
nonprofit associations may be
incorporated under the laws of the
State of Arizona, as they may be
amended from time to time. The
Association does not contemplate
pecuniary profit, gain or private
advantage for itself or its
incorporators, members, directors,
officers, and the specific primary
purpose for which this Association is
formed is to provide for the protection,
improvement, alteration, maintenance,
repair, replacement, administration
and operation of that certain property
situated in the County of Maricopa,
State of Arizona, as more particularly
described in the Declaration, the
assessment of expenses, payment of
losses, disposition of casualty
insurance proceeds, and other
matters as provided in the
Declaration, and any other activities in
connection therewith or relating
thereto and any additions thereto as
may hereafter be brought within the
jurisdiction of this Association for this
purpose. No part of the net earnings of
the Association shall inure to the
benefit of, or be distributable to its
members, directors, officers, or other
private persons, except that the
Association shall be authorized and
empowered to pay reasonable
compensation for services rendered
and to make payments and
distributions in furtherance of the
purposes set forth in Article II. No
substantial part of the activities of
the Association shall be the carrying on
of propaganda, or otherwise attempting
to influence legislation, and the
Association shall not participate in, or
intervene in (including the publishing
or distribution of statements), any
political campaign on behalf of any
candidate for public office.
Notwithstanding any other provision of

these Articles, the Association shall
not carry on any other activities not
permitted to be carried on the
Association as a result of the provisions
of the Internal Revenue Code
pursuant to which the Association
seeks to be exempt from Federal
Income Tax.

ARTICLE IV

CHARACTER OF AFFAIRS

The character of affairs that the
Association initially intends to conduct
is the operation as an association
governing residential condominiums
as contemplated by the Declaration.

ARTICLE V

MEMBERSHIP AND VOTING
RIGHTS

The Association shall have Members.
Membership in the Association, voting
and other rights and privileges of
Members, and their liability for dues
and assessments and the method of
collection thereof, shall be as set forth
in the Declaration and any rules
promulgated thereunder, and the
Bylaws of the Association.

ARTICLE VI

KNOWN PLACE OF BUSINESS

The Association's known place of
business shall be 5555 E. Van Buren,
Suite 250, Phoenix, Arizona 85008.

ARTICLE VII

STATUTORY AGENT

The name and address of the initial
Statutory Agent for the Association is
ZG Law Agent Services, c/o Zwillinger
& Georgeolos P.C., 2425 E.
Camelback Road, Suite 600, Phoenix,
Arizona 85016.

ARTICLE VIII

INCORPORATOR

The name and address of the
incorporators are:

John Hill
5555 E. Van Buren, Suite 250
Phoenix, Arizona 85008
Wm. Timothy Sprague
2425 E. Camelback Road, Suite 400
Phoenix, Arizona 85016
All powers, duties and responsibilities
of the incorporators shall cease at the
time of filing of these Articles of
Incorporation with the Arizona
Corporation Commission.

ARTICLE IX

BOARD OF DIRECTORS

The number of persons to serve on
the Board of the Association will be
fixed by the Bylaws of the Association.
The initial Board of Directors of the
Association shall consist of two (2)
directors. The names and addresses
of the persons who are to serve as the
directors until the first annual meeting
of the members of the Association, or
until their successors are elected and
qualified are:

John Hill
5555 E. Van Buren, Suite 135
Phoenix, Arizona 85008
Wm. Timothy Sprague
2425 E. Camelback Road, Suite 400
Phoenix, Arizona 85016

ARTICLE X

DISSOLUTION

The Association may be dissolved as
provided for in the Bylaws of the
Association. Upon any dissolution of
the Association, other than incident to
a merger or a consolidation, the
assets of the Association shall be

AFFIDAVIT OF PUBLICATION

Reference #:

Notice Type: AI - ARTICLES OF INCORPORATION

Ad Description: PORTLAND PLACE CONDOMINIUM ASSOCIATION,
INC. 1196258-7 ✓

I, Wendy Cooper, am authorized by the publisher as
agent to make this affidavit. Under oath, I state that the following is true and
correct.

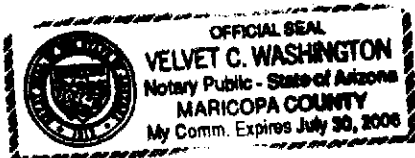
THE RECORD REPORTER is a newspaper of general circulation published
Monday, Wednesday and Friday except legal holidays, in the County of
Maricopa, State of Arizona. The copy hereto attached is a true copy of the
advertisement as published on the following dates:

06/13/2005, 06/15/2005, 06/17/2005

Wendy Cooper

Subscribed and sworn to before me on the 17th day of June, 2005

Robert C. Washington



- 1196258-7

dedicated, granted, conveyed, or assigned to any nonprofit corporation, association, trust, or other organization designated by the Members approving the dissolution as being the entity that will thereafter perform the duties and obligations of the Association under the Declaration.

ARTICLE XI
AMENDMENTS

These Articles of Incorporation may be amended by an affirmative vote of two-thirds (2/3) of all Members of the Association then entitled to vote at any meeting called for such purpose.

ARTICLE XII

LIABILITY OF DIRECTORS

To the fullest extent permitted by the Arizona Revised Statutes (including A.R.S. § 10-3202(B) and A.R.S. §§ 10-3850 through 10-3858) as the same exists or may hereafter be amended, a Director of the Association shall not be liable to the Association or its members for monetary damages for any action taken or any failure to take any action as a Director. No repeal, amendment or modification of this Article, whether direct or indirect, shall eliminate or reduce its effect with respect to any act or omission of a Director of the Association occurring prior to such repeal, amendment or modification.

INCORPORATORS:

/s/John Hill
John Hill

/s/Wm. Timothy Sprague
Wm. Timothy Sprague

06/13/2005, 06/15/2005, 06/17/2005
RR-829406#