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AZ CORPORATION COMMISSION
FILED

"EXP"

SEP 13 2005

ARTICLES OF INCORPORATION

OF

FILE NO. -1228461-9

SOUTH MARICOPA FIRE ASSOCIATION

In compliance with the requirements of § 10-3101, et seq., Arizona Revised Statutes, the undersigned, who is a person capable of contracting, does hereby certify:

ARTICLE I
NAME

The name of the corporation is South Maricopa Fire Association (the "Association").

ARTICLE II
DEFINED TERMS

Capitalized terms used in these Articles of Incorporation without definition shall have the meanings specified for such terms in the Declaration of Covenants, Conditions and Restrictions for South Maricopa Fire Association, as recorded in the official records of Pinal County, Arizona, as the same may be amended from time to time (the "Declaration").

ARTICLE III
KNOWN PLACE OF BUSINESS

The known place of business of the Association is 8501 N. Scottsdale Road, Suite 260, Scottsdale, Arizona 85253.

ARTICLE IV
STATUTORY AGENT

Neil D. Biskind, P.C., an Arizona professional corporation, whose address is 11201 North Tatum Boulevard, Suite 330, Phoenix, Arizona 85028, is hereby appointed and designated as the initial statutory agent for the Association.

ARTICLE V
PURPOSE OF THE ASSOCIATION

The object and purposes for which the Association are organized is to arrange for the provision of fire and emergency services to the Covered Property and provide for the funding and payment of the costs thereof, and to perform all duties and exercise all rights imposed on or granted to the Association by the Declaration, these Articles and the Bylaws. 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.

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ARTICLE VI
CHARACTER OF BUSINESS

The character of the business which the Association intends to conduct in Arizona is to arrange for the provision of fire and emergency services to the Covered Property and provide for the funding and payment of the costs thereof, and to exercise and perform such other powers and duties as are imposed on or granted to the Association by the Declaration, these Articles and the Bylaws.

ARTICLE VII
MEMBERSHIP AND VOTING RIGHTS

Membership in the Association shall be limited to Owners. A Declarant shall be a Member of the Association for so long as Declarant is the Owner of any Lot or Parcel in the Project. As provided in the Declaration, there initially will be two (2) classes of membership in the Association. Each Owner shall have such rights, privileges and votes in the Association as are set forth in the Declaration, these Articles and the Bylaws.

ARTICLE VIII
BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors shall be one (1). The name and address of the initial director of the Association, who shall serve until the first annual meeting of the Members or until his successors are elected and qualified, are as follows:

<u>Name</u>	<u>Mailing Address</u>
Philip Miller	8501 N. Scottsdale Road, Suite 260 Scottsdale, AZ 85253

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 Declarants, so long as they own any Lot or Parcel, and thereafter the Board, without a vote of the Members shall have the right to amend the Bylaws in order to correct any error or inconsistency in the Bylaws if the amendment does not adversely affect the rights of any Member. So long as any Declarant owns any Lot or Parcel, any amendment of the Bylaws must be unanimously approved in writing by the Declarants.

ARTICLE IX
OFFICERS

The following person shall be the initial officer of the Association and shall hold the positions opposite his name until the first annual meeting of the Association and until his successors have been elected and qualified:

Phillip Miller

President/Treasurer

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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 or her fiduciary duties as a director is hereby eliminated to the extent permitted by the Arizona Nonprofit Corporation Act, as it may be amended from time to time.

ARTICLE XI
INDEMNIFICATION

The Association shall indemnify any person made a party to any civil suit or criminal, administrative or investigative action, other than an action by or in the right of the Association, by reason of the fact that he is or was a member, director, officer, employee or agent of the Association against expenses, including attorneys' fees, and judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, if he acted, or failed to act, in good faith and he reasonably believed: (a) in the case of conduct in an official capacity with the Association, that the conduct was in its best interests; (b) in all other cases, that the conduct was at least not opposed to its best interests; and (c) in the case of any criminal action or proceeding, that he had no reasonable cause to believe the conduct was unlawful. Any indemnification of the members, directors, officers, employees or agents of the Association shall be governed by and made in accordance with the provisions of the Arizona Nonprofit Corporation Act.

ARTICLE XII
AMENDMENTS

These Articles may be amended by Members representing at least ninety percent (90%) of the total authorized votes entitled to be cast by each class of Members of the Association. So long as any Declarant owns a Class B Membership, any amendment to these Articles must be approved in writing by the Declarants.

ARTICLE XIII
DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by Owners representing not less than ninety percent (90%) of the total authorized votes entitled to be cast by the Members; provided, that no such dissolution shall be effective until the Association either has been replaced with a fire district or the Covered Property has been annexed into a municipality that has agreed to provide fire and emergency services to the Covered Property. 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 those for which the Association was created. So long as any Declarant is the Owner of any Lot or Parcel, any dissolution of the Association must be approved in writing by the Declarants.

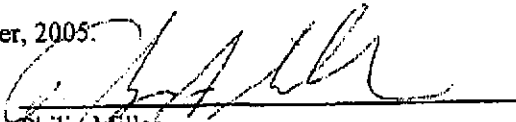
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ARTICLE XIV
INCORPORATOR

The name and address of the incorporator of the Association is:

<u>Name</u>	<u>Mailing Address</u>
Philip Miller	8501 N. Scottsdale Road, Suite 260 Scottsdale, AZ 85253

Dated this 13th day of September, 2005.


Philip Miller

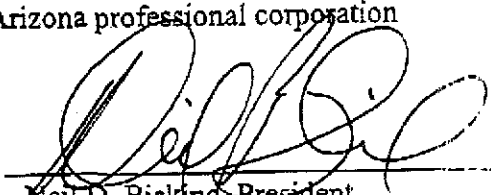
-1228461-9

ACCEPTANCE OF APPOINTMENT AS STATUTORY AGENT

The undersigned, having been designated to act as statutory agent for the Association, 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 13th day of September, 2005.

NEIL D. BISKIND, P.C.,
an Arizona professional corporation

By: 

Neil D. Biskind, President

ARIZONA CORPORATION COMMISSION
CORPORATIONS DIVISIONPhoenix Address: 1300 West Washington
Phoenix, Arizona 85007-2929Tucson Address: 400 West Congress
Tucson, Arizona 85701-1347NONPROFIT
CERTIFICATE OF DISCLOSURE
A.R.S. Section 10-3202.D.South Maricopa Fire Association
EXACT CORPORATE NAME

- A. Has any person serving either by election or appointment as officer, director, trustee, or incorporator in the corporation:
1. 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. Been convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses, or restraint of trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate?
 3. 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 wherein 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?

Yes ☐ No ☒

B. IF YES, 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 the cause number of case.

- C. Has any person serving either by election or appointment as an officer, director, trustee or incorporator of the corporation, served in any such capacity or held such interest in any other corporation which has been placed in bankruptcy or receivership or had its charter revoked, or administratively dissolved by any jurisdiction?

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) Has transacted business.
4. Dates of corporate operation.
5. A description of the bankruptcy, receivership or charter revocation, including the date, court or agency and the file or cause number of the case.

D. The fiscal year end adopted by the corporation is December 31

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, and hereby declare as indicated above. THE SIGNATURE(S) MUST BE DATED WITHIN THIRTY (30) DAYS OF THE DELIVERY DATE.

 BY [Signature] DATE 9/13/05
 TITLE Incorporator/Officer/Director

 BY _____ DATE _____
 TITLE _____

 BY _____ DATE _____
 TITLE _____

 BY _____ DATE _____
 TITLE _____

DOMESTIC CORPORATIONS: ALL INCORPORATORS MUST SIGN THE INITIAL CERTIFICATE OF DISCLOSURE. (If more than four incorporators, please attach remaining signatures on a separate sheet of paper.)

If within sixty days, any person becomes an officer, director, or trustee and the person was not included in this disclosure, the corporation must file an AMENDED certificate signed by all incorporators, or if officers have been elected, by a duly authorized officer.

FOREIGN CORPORATIONS: MUST BE SIGNED BY AT LEAST ONE DULY AUTHORIZED OFFICER OF THE CORPORATION.

LAW OFFICES

BISKIND, HUNT & McTEE, P.L.C.

NEIL D. BISKIND, P.C.
DIRECT LINE: (602) 955-1822
E-MAIL: NEIL@BISKINDLAW.COM

FACSIMILE COVER SHEET

TO: *Arizona Corporation Commission
Expediting Division
(602) 542-4100*

FROM: Neil D. Biskind, Esq. **TIME:** 5:10 p.m.

DATE: September 13, 2005 **FILE:** South Maricopa Fire Association

COMMENTS:

Attached for EXPEDITED filing are the Articles of Incorporation and Non-Profit Certificate of Disclosure for South Maricopa Fire Association. Please charge all fees to our Firm's ACC MOD Account No. 1454 and fax evidence of receipt and approval of this filing to my attention at 602-955-2272. Thank you for your assistance. Please call me if you have any questions.

Number of pages, including this cover page: 7

Please call (602) 955-1822 to report transmission failure.

RECEIVED

SEP 13 2005

Original ☒ will not follow.

Original will follow by ☐ regular mail, ☐ overnight mail, ☐ messenger.

ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

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