AZ Corp. Commission
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THE RECORD REPORTER

~ SINCE 1914 ~

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AFFIDAVIT OF PUBLICATION

Reference #: -1257301-5

Notice Type: AI - ARTICLES OF INCORPORATION

Ad Description: ORANGEWOOD VISTA VIEWS HOMEOWNERS ASSOCIATION

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:

02/17/2006, 02/22/2006, 02/24/2006

Wendy Cooper

Subscribed and sworn to before me on the 24th day of February, 2006

Diane M. Heuel

OFFICIAL SEAL
DIANE M. HEUEL
Notary Public State of Arizona
MARICOPA COUNTY
My Comm. Expires Oct 31 2006

RR# 926852

ARTICLES OF INCORPORATION OF ORANGEWOOD VISTA VIEWS HOMEOWNERS ASSOCIATION

The undersigned, for the purpose of forming a nonprofit corporation pursuant to the Arizona Nonprofit Corporation Act of the State of Arizona, Chapters 24 through 40, inclusive, of Title 10 of the Arizona Revised Statutes, do hereby adopt the following Articles of Incorporation:

ARTICLE I- The name of this Arizona nonprofit corporation will be ORANGEWOOD VISTA VIEWS HOMEOWNERS ASSOCIATION (the "*Association*"). The duration of the Association will be perpetual.

ARTICLE II-The incorporator of the Association is Robert C. Venberg, 2164 East Broadway Road, Suite 300, Tempe, Arizona 85282.

ARTICLE III- The principal offices of the Association are located at 2164 East Braodway Road, Suite 300, Tempe, Arizona 85282.

ARTICLE IV- The name and address of the initial Statutory Agent of the Association is Burgess J.W. Raby, 2164 East Broadway Road, Suite 280, Tempe, Arizona 85282.

ARTICLE V- The purpose for which the Association is organized is to act as a tax-exempt homeowners association in accordance with section 528 of the Internal Revenue Code of 1986, as amended, or if the Corporation so elects, pursuant to section 501 (c)(4) of the Internal Revenue Code of 1986, as amended and under the laws of the State of Arizona and as such will serve as a homeowners' association for the owners of lots and homes under the Declaration of Covenauts, Conditions, *and* Restrictions for Orangewood Vista Views (the "**Declaration**"), recorded in the office of the County Recorder of Maricopa County, Arizona. The Association does not contemplate pecuniary gain or profit to the Members thereof. In furtherance of, and in order to accomplish the general purposes of the Association, the Association may transact any and all lawful business for which nonprofit corporations may be incorporated under the laws of the State of Arizona, as they may be amended from time to time. The specific purpose for which the Association is formed is to provide for the maintenance, preservation, and architectural control of the homes and lots in those subdivision known as **"Orangewood Vista Views"** according to the plats of record in the office of the Maricopa County Recorder, as more particularly described in the Declaration, and to which additional property may be annexed, and all of which property, including any property annexed to the Declaration, by this reference, is incorporated herein (collectively, the "***Subdivision***").

ARTICLE VI- The Association will have all of those powers provided by law, including those set forth in the Arizona Revised Statutes, as they may be amended from time to time, and all those powers necessary and convenient to effect the Association's purpose as set forth above, including but not limited to the power to exercise all of the rights and privileges and perform all duties and obligations of the Association as set forth in the Declaration as the same may be amended from time to time. In particular, the Association is formed to promote the health, safety, and welfare of the residents within the property covered by the Declaration and additions thereto and as may hereafter be brought within the jurisdiction of the Association, and for this purpose to:

(a) exercise al of the powers and privileges, and perform all of the duties and obligations of the Association as set forth in the Declaration as the same may be amended from time to time as provided therein and, which, by this reference are incorporated herein;

(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 incidental to the conduct of business of the Association, including all licenses, taxes and 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, if otherwise provided in the Declaration;

(d) borrow money and with the consent of two-thirds of each class of members, mortgage pledge, or hypothecate any or all of the property of the Association as security for borrowed money or debts incurred, if allowable under the Declaration; and

(e) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional property or common areas, provided that any such merger, consolidation, or annexation will have the consent of two-thirds of each class of the members and the United States Department of Housing and Urban Development and the Veterans Administration (collectively, **"HUD/VA"**), as otherwise provided herein.

ARTICLE VII- Every person or entity who is a record owner of any lot or home in the Subdivision will be a member of the Association subject to and in accordance with the Declaration. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation, either legal or equitable. The Association will have no shareholders other than its Members, and no capital stock will be authorized or issued.

ARTICLE VIII- The Association will have two classes of voting membership, namely Class A and Class B as provided below:

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