

**AFFIDAVIT OF PUBLICATION**

STATE OF ARIZONA)
COUNTY OF PIMA) ss.

Audrey Smith, being first duly sworn, deposes and says that (s)he is the **Legal Advertising Manager** of **THE DAILY TERRITORIAL**, a daily newspaper printed and published in the County of Pima, State of Arizona, and of general circulation in the City of Tucson, County of Pima, State of Arizona and elsewhere, and the hereto attached:

ARTICLES OF INCORPORATION
THE CANYONS HOMEOWNERS
ASSOCIATION
1273557-0
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was printed and published correctly in the regular and entire issue of said **THE DAILY TERRITORIAL** for 3 issues; that was first made on the 24th day of April 2006 and the last publication thereof was made on the 26th day of April 2006 ; that said publication was made on each of the following dates, to-wit:

04/24/06
04/25/06
04/26/06

RECEIVED

APR 26 2006

**ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION**

at the Request of: **MK Consultants, Inc.**

The Daily Territorial
by *Audrey Smith*, Legal Advertising Manager
Subscribed and sworn to before me this 26th day of April 2006 .



JAMIE C. MACIAS
Notary Public - Arizona
Pima County
Expires 02/04/08

Jamie C. Macias
Notary Public in and for the County of Pima, State of Arizona

My commission expires: *2-4-08*

**ARTICLES OF INCORPORATION
OF THE CANYONS**

**HOMEOWNERS ASSOCIATION,
an Arizona Non-profit Corporation**

1. Name. The name of the non-profit corporation (hereinafter called "Corporation") shall be "The Canyons Homeowners Association." 2. Initial Business. The Corporation has been formed for the purpose of construction, management, maintenance and care of The Canyons, a subdivision in Cochise County, Arizona, and to administer and enforce covenants relating to the architecture and appearance of the real estate development. The Corporation shall cause a Declaration of Covenants, Conditions and Restrictions (the "Declaration") to be recorded in the Recorder's Office of Cochise County, Arizona. The Corporation shall carry on only those activities permitted to be carried on by a homeowners association exempt from federal income tax under Section 528 of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States revenue law. 3. Board of Directors. The affairs of the Corporation shall be conducted by a board of directors consisting of an odd number of not less than one (1) nor more than fifteen (15) members, as may be fixed from time to time in the Bylaws of the Corporation. The term for which each director shall serve shall be as set forth in the Bylaws of the Corporation. The board of directors, who shall serve in such capacity until the first annual election of directors or until their successors are duly elected and qualified, are: Pat P. Lopez III, 6262 N. Swan Rd. #200, Tucson, AZ 85718; Christine W. Young, 6262 N. Swan Rd. #200, Tucson, AZ 85718; James O. Lynch, 7036 N. Finger Rock Pl., Tucson, AZ 85718. 4. Statutory Agent. Rusing & Lopez, P.L.L.C., 6262 North Swan, Suite 200, Tucson, Arizona 85718, is appointed and designated initial statutory agent for the Corporation. 5. Known Place of Business. The location of the Corporation's principal office shall be 6262 N. Swan Road, Suite 200, Tucson, Arizona 85718, but other offices may be established and maintained within or without the State of Arizona at such places as the board of directors may designate. 6. Incorporator. The name, residence and post office address of the incorporator is as follows: Pat P. Lopez III, 6262 N. Swan Rd. #200, Tucson, AZ 85718. 7. Membership. There shall be members in the Corporation. Membership shall be determined as provided in the Declaration and/or the Bylaws of the Corporation. 8. Limited Liability. The directors of this Corporation shall not be individually liable for the Corporation's debts or other liabilities. The private property of such individuals shall be exempt from any corporate debts or liabilities. A director shall have no personal liability to the Corporation or its directors for monetary damages for breach of fiduciary duty as a director. This shall not limit the liability of a director for any of the following: (a) Any breach of the director's duty of loyalty to the Corporation or its directors; (b) Acts or omissions which are not in good faith or which involve intentional misconduct or a knowing violation of law; (c) A violation of A.R.S. § 10-3883; (d) Any transaction from which the director derived an improper personal benefit; and (e) A violation of A.R.S. § 10-3882 and/or A.R.S. § 10-3883. If the Arizona Revised Statutes are hereafter amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Arizona Revised Statutes, as so amended. Any repeal or modification of this Articles shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification. 9. Indemnification. Any person (and the heirs, executors, and administrator of such person) made or threatened to be made a party to any action, suit, or proceeding by reason of the fact that he or she is or was a director or elected officer hereof shall be indemnified by the corporation against any and all liability and the reasonable expenses, including attorney's fees and costs, incurred by him or her in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, to the fullest extent permitted by law. Such right of indemnification shall not be deemed exclusive of any other right to which such director or officer (or such director or officer's heirs, executor, or administrator) may be entitled apart from this section. In Witness Whereof, the undersigned incorporator has executed these Articles of Incorporation as of the 28th day of March, 2006. /s/ Pat P. Lopez III, Incorporator. Rusing & Lopez, P.L.L.C., having been designated to act as Statutory Agent, hereby consents to act in that capacity until removal or resignation is submitted in accordance with Arizona Revised Statutes. Rusing & Lopez, P.L.L.C. By /s/ Pat P. Lopez, Member.

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April 24, 25, 26, 2006
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