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ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

AZ Corp. Commission



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DO NOT WRITE ABOVE THIS LINE; RESERVED FOR ACC USE ONLY.

OFFICER/DIRECTOR/SHAREHOLDER CHANGE

Read the Instructions C0171

1. **ENTITY NAME** – give the exact name of the corporation as currently shown in A.C.C. records:
Mountaingate Home Owners Association, Inc.

2. **A.C.C. FILE NUMBER:** 12898235
Find A.C.C. file number on the upper corner of filed documents OR on our website at: <http://www.azcc.gov/Divisions/Corporations>

CHECK THE BOX NEXT TO EACH CHANGE BEING MADE AND COMPLETE THE REQUESTED INFORMATION FOR THAT CHANGE.

3. **OFFICER CHANGE** – FOR OFFICERS CURRENTLY SHOWN IN A.C.C. RECORDS - list the name of each officer being changed as it is currently shown in A.C.C. records, and below that provide any new information for that officer (new name and/or address), then check all boxes that apply to indicate the change being made for that officer. FOR NEW OFFICERS - list the name in the NEW Name blank, list the address, and check the appropriate box. If more space is needed, use another Officer/Director/Shareholder Change form.

Gary LaFramboise			Name currently shown in ACC records			Randy Duncan			Name currently shown in ACC records			
NEW Name			NEW Name			NEW Name			NEW Name			
PO Box 1469			Address 1			c/o Realty Executives			Address 1			
Address 2 (optional)			Address 2 (optional)			1400 E. Southern Ave #100			Address 2 (optional)			
Litchfield Park	AZ	85340	City	State or Province	Zip	Tempe	AZ	85282	City	State or Province	Zip	
Country			President			Country			President			
Date taking office (optional)			Officer title			Date taking office (optional)			Officer title			
<input type="checkbox"/> Address change	<input type="checkbox"/> Add as officer	<input type="checkbox"/> Name change	<input checked="" type="checkbox"/> Remove officer				<input type="checkbox"/> Address change	<input checked="" type="checkbox"/> Add as officer	<input type="checkbox"/> Name change	<input type="checkbox"/> Remove officer		
Name currently shown in ACC records			Name currently shown in ACC records			Name currently shown in ACC records			Name currently shown in ACC records			
NEW Name			NEW Name			NEW Name			NEW Name			
Address 1			Address 1			Address 1			Address 1			
Address 2 (optional)			Address 2 (optional)			Address 2 (optional)			Address 2 (optional)			
City	State or Province	Zip	City	State or Province	Zip	City	State or Province	Zip	City	State or Province	Zip	
Country			Other			Country			Other			
Date taking office (optional)			Officer title			Date taking office (optional)			Officer title			
<input type="checkbox"/> Address change	<input type="checkbox"/> Add as officer	<input type="checkbox"/> Name change	<input type="checkbox"/> Remove officer				<input type="checkbox"/> Address change	<input type="checkbox"/> Add as officer	<input type="checkbox"/> Name change	<input type="checkbox"/> Remove officer		

Officers continued

Name currently shown in ACC records			Name currently shown in ACC records		
NEW Name			NEW Name		
Address 1			Address 1		
Address 2 (optional)			Address 2 (optional)		
City	State or Province	Zip	City	State or Province	Zip
Country		Other	Country		Other
Date taking office (optional)		Officer title	Date taking office (optional)		Officer title
<input type="checkbox"/> Address change	<input type="checkbox"/> Add as officer		<input type="checkbox"/> Address change	<input type="checkbox"/> Add as officer	
<input type="checkbox"/> Name change	<input type="checkbox"/> Remove officer		<input type="checkbox"/> Name change	<input type="checkbox"/> Remove officer	

4. DIRECTOR CHANGE – FOR DIRECTORS CURRENTLY SHOWN IN A.C.C. RECORDS - list the name of each director being changed as it is currently shown in A.C.C. records, and below that provide any new information for that director (new name and/or address), then check all boxes that apply to indicate the change being made for that director. FOR NEW DIRECTORS – list the name in the NEW Name blank, list the address, and check the appropriate box. If more space is needed, use another Officer/Director/Shareholder Change form.

Gary LaFramboise Name currently shown in ACC records			Name currently shown in ACC records		
NEW Name PO Box 1469			NEW Name Randy Duncan		
Address 1 Litchfield Park			Address 1 c/o Realty Executives		
Address 2 (optional) Litchfield Park		AZ	Address 2 (optional) Tempe		AZ
		85340			85282
City	State or Province	Zip	City	State or Province	Zip
Country			Country		
Date taking office (optional)		Officer title	Date taking office (optional)		Officer title
<input type="checkbox"/> Address change	<input type="checkbox"/> Add as director		<input type="checkbox"/> Address change	<input checked="" type="checkbox"/> Add as director	
<input type="checkbox"/> Name change	<input checked="" type="checkbox"/> Remove director		<input type="checkbox"/> Name change	<input type="checkbox"/> Remove director	
Name currently shown in ACC records			Name currently shown in ACC records		
NEW Name			NEW Name		
Address 1			Address 1		
Address 2 (optional)			Address 2 (optional)		
City	State or Province	Zip	City	State or Province	Zip
Country			Country		
Date taking office (optional)		Officer title	Date taking office (optional)		Officer title
<input type="checkbox"/> Address change	<input type="checkbox"/> Add as director		<input type="checkbox"/> Address change	<input type="checkbox"/> Add as director	
<input type="checkbox"/> Name change	<input type="checkbox"/> Remove director		<input type="checkbox"/> Name change	<input type="checkbox"/> Remove director	

Directors continued

Name currently shown in ACC records			Name currently shown in ACC records		
NEW Name			NEW Name		
Address 1			Address 1		
Address 2 (optional)			Address 2 (optional)		
City	State or Province	Zip	City	State or Province	Zip
Country			Country		
Date taking office (optional)		Officer title	Date taking office (optional)		Officer title
<input type="checkbox"/> Address change	<input type="checkbox"/> Add as director		<input type="checkbox"/> Address change	<input type="checkbox"/> Add as director	
<input type="checkbox"/> Name change	<input type="checkbox"/> Remove director		<input type="checkbox"/> Name change	<input type="checkbox"/> Remove director	

5. SHAREHOLDER CHANGE – FOR SHAREHOLDERS CURRENTLY SHOWN IN A.C.C. RECORDS – list the name of each shareholder being changed as it is currently shown in A.C.C. records, and below that provide the new name, if any, for that shareholder, then check a box to indicate the change being made for that shareholder. FOR NEW SHAREHOLDERS – list the name in the NEW Name blank and check the appropriate box. If more space is needed, use another Officer/Director/Shareholder Change form.

Name currently shown in ACC records		Name currently shown in ACC records	
NEW Name		NEW Name	
<input type="checkbox"/> Name change	<input type="checkbox"/> Add as shareholder	<input type="checkbox"/> Name change	<input type="checkbox"/> Add as shareholder
	<input type="checkbox"/> Remove shareholder		<input type="checkbox"/> Remove shareholder
Name currently shown in ACC records		Name currently shown in ACC records	
NEW Name		NEW Name	
<input type="checkbox"/> Name change	<input type="checkbox"/> Add as shareholder	<input type="checkbox"/> Name change	<input type="checkbox"/> Add as shareholder
	<input type="checkbox"/> Remove shareholder		<input type="checkbox"/> Remove shareholder

SIGNATURE – see Instructions C017i for who is authorized to make changes:

By checking the box marked "I accept" below, I acknowledge under penalty of perjury that this document together with any attachments is submitted in compliance with Arizona law.

I ACCEPT

Randy Duncan

7-29-2016

Signature

Printed Name

Date

REQUIRED – check only one:

<input type="checkbox"/> I am the Chairman of the Board of Directors of the corporation filing this document.	<input checked="" type="checkbox"/> I am a duly-authorized Officer of the corporation filing this document.	<input type="checkbox"/> I am a duly authorized bankruptcy trustee, receiver, or other court-appointed fiduciary for the corporation filing this document.
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Filing Fee: None (regular processing) Expedited processing – add \$35.00 to filing fee. All fees are nonrefundable - see Instructions.	Mail: Arizona Corporation Commission - Corporate Filings Section 1300 W. Washington St., Phoenix, Arizona 85007 Fax: 602-542-4100
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Please be advised that A.C.C. forms reflect only the minimum provisions required by statute. You should seek private legal counsel for those matters that may pertain to the individual needs of your business.
 All documents filed with the Arizona Corporation Commission are public record and are open for public inspection.
 If you have questions after reading the Instructions, please call 602-542-3026 or (within Arizona only) 800-345-5819.

**CONSENT IN LIEU OF SPECIAL MEETING OF
THE LOT OWNERS AND BOARD OF DIRECTORS OF
MOUNTAINGATE HOME OWNERS ASSOCIATION, INC.**

Pursuant to the authority contained in Section 10-3701 of the Arizona Revised Statutes, the undersigned, constituting the majority in interest of the members of Mountaingate Home Owners Association, Inc., an Arizona non-profit corporation (the "Corporation"), does hereby unanimously consent to the following:

CONSENT:

The following named person is hereby elected to serve as Director of the Corporation until the next annual meeting or until his successors are duly elected and qualified:

Randy Duncan

The following named person is hereby elected to serve as officer of the Corporation until the next annual meeting or until his successors are duly elected and qualified:

Randy Duncan – President

The following named person is hereby designated to serve as statutory agent of the Corporation:

Randy Duncan – President
c/o Realty Executives
1400 E. Southern Avenue #100
Tempe, AZ 85282

EFFECTIVE this 29 day of July, 2016.

Maebee-Mountaingate LLC

By: 

Randy J. Duncan
Member

By: 

Bradley E. Ewalt
Member