

**AFFIDAVIT OF PUBLICATION
for Corporation Commission**

ARIZONA CAPITOL TIMES

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**LINCOLN 40 COMMUNITY
ASSOCIATION**

STATE OF ARIZONA)
County of Maricopa) ss

I, Ginger Lamb as Vice President and Publisher of the Arizona Capitol Times, am authorized as agent to make this affidavit of publication. Under oath, I state that the following is true and correct.

The Arizona Capitol Times is a newspaper which is published weekly, is of general circulation and is in compliance with Arizona Revised Statutes §§ 10-140.34 & 39-201.A & B. The notice will be/has been published 3 consecutive times in the newspaper listed above.

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03/30/2007, 04/06/2007, 04/13/2007

THE NAME OF THE CORPORATION: LINCOLN 40 COMMUNITY ASSOCIATION

CORPORATE FILE NUMBER: 1352718-1

TYPE OF DOCUMENT: ARTICLES OF INCORPORATION

AUTHORIZED
SIGNATURE: _____

SUBSCRIBED AND SWORN TO BEFORE ME
ON THE 30th day of March, 2007

NOTARY SIGNATURE: _____



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ARTICLES OF INCORPORATION OF LINCOLN 40 COMMUNITY ASSOCIATION
ARTICLE I NAME The name of the corporation is Lincoln 40 Community Association.
ARTICLE II DEFINED TERMS Capitalized terms used in these Articles without definition shall have the meanings specified for such terms in the Declaration of Covenants, Conditions and Restrictions for Lincoln 40 recorded in records of the County Recorder of Maricopa County, Arizona, as amended from time to time (the "Declaration").
ARTICLE III PRINCIPAL OFFICE The principal office of the Association shall be located at c/o Mariscal, Weeks, McIntyre & Friedlander, 2901 North Central Avenue, Suite 200, Phoenix, Arizona 85012.
ARTICLE IV STATUTORY AGENT Mariscal, Weeks, McIntyre & Friedlander, whose address is 2901 North Central Avenue, Suite 200, Phoenix, Arizona 85012, is hereby appointed and designated as the initial statutory agent for the corporation.
ARTICLE V PURPOSE OF THE ASSOCIATION The Association is organized as a nonprofit corporation pursuant to the Arizona Nonprofit Corporation Act. The object and purpose for which this Association is organized is to provide for the management, maintenance, and care of the Areas of Association Responsibility and other property owned by the Association or property placed under its jurisdiction and to perform all duties and exercise all rights imposed on or granted to the Association by the Community Documents. 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. The Association shall have all of the common law and statutory powers conferred upon nonprofit corporations under Arizona law (including, without limitation, all powers enumerated in A.R.S. §10-3302) and all powers necessary or desirable to perform the Association's obligations and duties and to exercise the rights and powers of the Association set forth in the Project Documents.
ARTICLE VI CHARACTER OF BUSINESS The character of the business which the Association intends to conduct in Arizona is to provide for the management, maintenance and care of the Areas of Association Responsibility and to exercise and perform such other powers and duties as are imposed upon or granted to the Association by the Community Documents.
ARTICLE VII MEMBERSHIP AND VOTING RIGHTS Membership in the Association shall be limited to Owners of Lots and may only be transferred or terminated in conjunction with conveyance of the Lot or Parcel. Membership rights may be suspended or limited if a Member is in default under the Declaration. Each Owner shall have such rights, privileges and votes in the Association as are set forth in the Community Documents.
ARTICLE VIII BOARD OF DIRECTORS The number of directors constituting the initial Board of Directors shall be two (2). The names and addresses of the initial directors of the Association who shall serve until their successors are elected and qualify are as follows: Name: Scott Schiabor, Mailing Address: 8300 Carmel NE, Suite 401, Albuquerque, NM 87122; Robert G. Sahd, 8300 Carmel NE, Suite 401, Albuquerque, NM 87122. The Board shall adopt the initial Bylaws of the Association. The power to alter, amend or repeal the Bylaws is reserved to the Members.
ARTICLE IX OFFICERS The following persons shall be the initial officers of the Association and shall hold the positions opposite their names until their successors have been elected and qualify: President: Robert G. Sahd; Vice President: Scott Schiabor; Secretary: Robert G. Sahd; Treasurer: Scott Schiabor.
ARTICLE X LIMITATION ON LIABILITY OF DIRECTORS AND OFFICERS The personal liability of a director of the Association

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to the Association or its Members for money damages for any action taken or any failure to take any action as a director is hereby eliminated to the fullest extent permitted by the Arizona Nonprofit Corporation Act, as amended from time to time. Any repeal or modification of this Article X shall be prospective only and shall not adversely affect the personal liability of a director or prior director for any act or omission occurring prior to the effective date of such repeal or modification.

ARTICLE XI AMENDMENTS These Articles may be amended by the Members holding at least two-thirds (2/3) of the total authorized votes in the Association; provided, however, that the Declarant, so long as the Declarant owns any Lot or Parcel, and thereafter, the Board, without a vote of Members, may amend these Articles in order to conform these Articles to the requirements or guidelines of the Federal National Mortgage Association, the Federal Home Loan Mortgage Corporation, the Federal Housing Administration, the Veterans Administration or any federal, state or local governmental agency whose approval of the Project or the Community Documents is required by law or requested by the Declarant or the Association. So long as the Declarant owns any Lot or Parcel, any amendment to these Articles must be approved in writing by the Declarant.

ARTICLE XII DISSOLUTION The Association may be dissolved with the assent given in writing and signed by owners representing not less than two-thirds (2/3) of the authorized votes in the Association. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be disbursed in accordance with Arizona law for nonprofit corporations, or as otherwise agreed to by a unanimous vote of all Members.

ARTICLE XIII DURATION The corporation shall exist perpetually.

ARTICLE XIV 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/she 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. Any repeal or modification of this Article XI shall be prospective only and shall not adversely affect, defeat or limit the right of any person to indemnification for any act, or failure to act, occurring prior to the effective date of such repeal or modification.

ARTICLE XV INCORPORATOR The name and address of the incorporator of the Association is: Name: Donald E. Dyekman, Address: 2901 North Central Avenue, Suite 200, Phoenix, AZ 85012.

Dated this 19th day of March, 2007. /s/ Donald E. Dyekman, Incorporator. **ACCEPTANCE OF APPOINTMENT AS STATUTORY AGENT.** The undersigned, having been designated to act as statutory agent for this corporation, 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 19th day of March, 2007. Mariscal, Weeks, McIntyre & Friedlander, By: /s/ Donald E. Dyekman.

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