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for Arizona Corporation Commission

ARIZONA CAPITOL TIMES

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STATE OF ARIZONA)
County of Maricopa) ss

I, **Laura Kaminski** as **Public Notice Manager** of the **Arizona Capitol Times**, am authorized by the publisher as agent to make this affidavit of publication. Under oath, I state that the following is true and correct.

The **Arizona Capitol Times** 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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1/11/2013 1/18/2013 1/25/2013

CORPORATION NAME:

33 CAMPBELL PLACE HOMEOWNERS ASSOCIATION

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Articles of Incorporation (Home Owners Assc.)

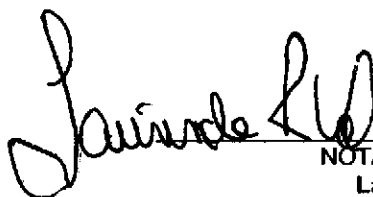

AUTHORIZED SIGNATURE
Laura Kaminski

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ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

SUBSCRIBED AND SWORN TO BEFORE ME
ON THE 11th DAY OF January 2013.



NOTARY SIGNATURE
Laurinda Cook



33 CAMPBELL PLACE
HOMEOWNERS ASSOCIATION

ARTICLES OF INCORPORATION OF 33 CAMPBELL PLACE HOMEOWNERS ASSOCIATION

ARTICLE I NAME The name of the corporation is 33 Campbell Place Homeowners 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 33 Campbell Place recorded in the official records of the County Recorder of Maricopa County, Arizona, as such Declaration may be amended from time to time. As used in these Articles of Incorporation, the term "Eligible Votes" means the total number of votes entitled to be cast by Members as of the record date for determining the Members entitled to vote at a meeting or in respect of any other lawful action including, but not limited to, action by written ballot or written consent. This corporation may be referred in these Articles of Incorporation as the "Corporation" or as the "Association".

ARTICLE III KNOWN PLACE OF BUSINESS The known place of business of the Corporation shall be located at 8601 N. Scottsdale Road, Suite 320, Paradise Valley, AZ 85253.

ARTICLE IV STATUTORY AGENT The statutory agent for the Corporation is David Kitnick, whose address is 8601 N. Scottsdale Road, Suite 320, Paradise Valley, AZ 85253 and who is a resident of the State of Arizona.

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 properly placed under its jurisdiction and to perform all duties and exercise all rights imposed on or granted to the Association by the Community Documents or Arizona law. 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.

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 on or granted to the Association by the Community Documents.

ARTICLE VII MEMBERSHIP AND VOTING RIGHTS The Members of the Association shall be the Owners of Lots. All Owners of Lots shall be mandatory members of the Association, and no Member shall have the right to resign as a member of the Association. By acquiring fee title to or otherwise becoming the Owner of a Lot, a Person consents to becoming a member of the Association. As provided in the Declaration, there initially will be two classes of membership in the Association. Each Owner shall have such rights, privileges and votes in the Association as are set forth in the Community Documents. The provisions of the Declaration pertaining to classes of membership and the voting rights of the Members are incorporated in these Articles of Incorporation by reference.

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: Nick McKee, Mailing Address: 8601 N. Scottsdale Road, Suite 320, Paradise Valley, AZ 85253; David Kitnick, Mailing Address: 8601 N. Scottsdale Road, Suite 320, Paradise Valley, 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.

ARTICLE IX OFFICERS The names and addresses of the initial officers of the Association who shall serve until their successors are elected and qualify are as follows: Nick McKee - President; David Kitnick - Vice President; David Kitnick - Secretary; Nick McKee - Treasurer.

ARTICLE X LIMITATION ON LIABILITY OF DIRECTORS The personal liability of a director of the Association to the Association or its members for money damages for any action taken

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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 it may be 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 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. 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 XII AMENDMENTS These Articles of Incorporation may be amended by Members holding at least two-thirds (2/3) of the Eligible Votes. Any amendment to these Articles of Incorporation must be approved in writing by the Declarant if the Declarant owns one or more Lots at the time the amendment is approved by the Members. During the Declarant Control Period, the Declarant shall have the right to unilaterally amend these Articles of Incorporation to comply with or make these Articles of Incorporation consistent with any applicable federal, state or local law, ordinance or regulation, whether existing at the time these Articles of Incorporation were filed with Arizona Corporation Commission or enacted thereafter or to correct any error or inconsistency or resolve any ambiguity in these Articles of Incorporation. After the termination of the Declarant Control Period, the Board, without a vote of the Members, shall have the right to amend these Articles of Incorporation to comply with or make the Declaration consistent with any applicable federal, state or local law, ordinance or regulation, whether existing at the time these Articles of Incorporation were filed with the Arizona Corporation Commission or enacted thereafter or to correct any error or inconsistency or resolve any ambiguity in these Articles of Incorporation.

ARTICLE XIII DISSOLUTION The Association may be dissolved by the affirmative vote of Members holding not less than two-thirds (2/3) of the Eligible Votes. 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 this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed or assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purpose. Any dissolution of the Association must be approved in writing by the Declarant if the Declarant owns one or more Lots at the time the dissolution is approved by the Members.

ARTICLE XIV DURATION The Association shall exist perpetually.

ARTICLE XV ASSESSMENTS AND FEES Each Member shall be obligated to pay Assessments and other fees and charges to the Association in accordance with the Community Documents.

ARTICLE XVI INCORPORATOR The name and address of the Incorporator of the Association is: Name: David Kitnick, Address: 8601 N. Scottsdale Road, Suite 320, Paradise Valley, AZ 85253.

Dated this 11th day of December, 2012. /s/ David Kitnick.

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 11th day of December, 2012. By: /s/ David Kitnick.

1/1, 1/18, 1/25, 2013 editions Arizona Capitol Times

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