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STATE OF ARIZONA)
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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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CORPORATION NAME:

ROBSON RANCH CAREFREE VILLAS ASSOCIATION NO. 1, INC.

FILE NUMBER:

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DOCUMENT TYPE:

Articles of Incorporation (Home Owners Assc.)

AUTHORIZED SIGNATURE
Laura Kaminski

SUBSCRIBED AND SWORN TO BEFORE ME
ON THE 25th DAY OF January 2013

NOTARY SIGNATURE
Laurinda Cook



**ROBSON RANCH CAREFREE
VILLAS ASSOCIATION NO. 1, INC.**

ARTICLES OF INCORPORATION OF ROBSON RANCH CAREFREE VILLAS ASSOCIATION NO. 1, INC.

The undersigned, as the sole incorporator for the purpose of forming a nonprofit corporation under the laws of the State of Arizona, hereby adopts the following Articles of Incorporation ("Articles"):

ARTICLE I Name the name of the corporation is Robson Ranch Carefree Villas Association No. 1, Inc. (the "Corporation").

ARTICLE II Definitions Capitalized terms used in these Articles without definition shall have the meanings specified for such terms in that certain Declaration of Annexation and Trust Declaration For Robson Ranch-Arizona Unit Nineteen "A" And Declaration of Covenants, Conditions and Restrictions for Robson Ranch Carefree Villas, recorded in the Official Records of Pinal County, Arizona, as Instrument No. 2012-111549, as amended from time to time, including but not limited to any declaration of annexation or of covenants, conditions or restrictions executed by Declarant that makes reference to these Articles of Incorporation and makes membership in the Corporation an incident of ownership of any part of the real property described therein (collectively, the "Carefree Villas Declaration").

ARTICLE III Character of Affairs The character of affairs that the Corporation initially intends to conduct is the fulfillment of all of the Corporation's duties and responsibilities and the exercise of all the Corporation's rights, powers and prerogatives under the Carefree Villas Declaration, including, but not limited to acting as an "Association" within the meaning of the Planned Communities Act, Arizona Revised Statutes Sections 33-1801 et seq. as the same may be amended or revised. In addition, subject to the provisions of the Carefree Villas Declaration, the Corporation shall have and may exercise any and all of the powers, rights and privileges now or hereafter granted to nonprofit corporations by Title 10, Chapters 24-40 of the Arizona Revised Statutes as the same may be amended or revised. The Corporation shall have no stock, no dividends and no pecuniary profits shall be declared or distributed to its members. All income and earnings of the corporation shall be used to further the purposes and objectives of the Corporation.

ARTICLE IV Membership: Voting Rights The Corporation shall have members. Each membership in the Corporation shall be appurtenant to, and may not be separated from, ownership of the Carefree Villas Lot to which the membership is attributable.

The members (including the Declarant) shall have the voting rights provided in the Carefree Villas Declaration and the Bylaws of the Corporation, both of which may be amended from time to time. It is hereby acknowledged that the Carefree Villas Declaration may be amended from time to time to change the qualifications and requirements of the members of the Corporation and their voting rights and any other provisions set forth therein.

ARTICLE V Statutory Agent James D. Hubbard, whose address is 9532 E. Riggs Road, Sun Lakes, Arizona 85248, is hereby appointed the initial statutory agent for the Corporation.

ARTICLE VI Initial Board of Directors The business, property and affairs of the Corporation shall be managed, controlled and conducted by the Board of Directors. The initial Board of Directors shall consist of three directors. Each director shall be appointed or elected in accordance with the terms set forth in the Carefree Villas Declaration and in the Bylaws of the Corporation. The following individuals shall serve as the initial directors until their successors are appointed or elected and qualified pursuant to the terms of the Declaration and the Bylaws: Jack Sarsam, 9532 E. Riggs Road, Sun Lakes, Arizona 85248; Mark Giamonatti, 9532 E. Riggs Road, Sun Lakes, Arizona 85248; Steve Millstein, 9532 E. Riggs Road, Sun Lakes, Arizona 85248.

ARTICLE VII Incorporator The name and address of the sole incorporator is: Jack Sarsam, 9532 E. Riggs Road, Sun Lakes, Arizona 85248.

ARTICLE XII Amendments Until the Carefree Villas Transition Date, these Articles of Incorporation may only be amended as set forth in the Carefree Villas Declaration. After the Carefree Villas Transition Date, except for those amendments by the Board permitted by ARS 10-11002, these Articles of Incorporation may be amended only by the approval of two-thirds of the votes cast or a majority of the voting power of the members of