Arizona Corporation Commission - RECEIVED: 2/6/2019
Arizona Corporation Commission - FILED: 2/6/2019

19020808034109

ARTICLES OF INCORPORATION

OF

FALCON VIEW HOMEOWNERS ASSOCIATION

The undersigned, has this day executed the following for the purpose of forming a corporation under the laws of the State of Arizona, and for that purpose does hereby adopt the following Articles of Incorporation.

1. Name. The name of this corporation is **"Falcon View Homeowners Association"** (hereinafter the **"Association"**).

2. Duration. The period of duration of the Association shall be perpetual.

3. Principal Place of Business. The principal office for the transaction of business of the Association is located at 3800 North Central Avenue, Suite 460, Phoenix, Arizona 85012.

4. Statutory Agent. The name and address of the initial Statutory Agent for the Association is:

CT Corporation System
3800 North Central Avenue, Suite 460
Phoenix, Arizona 85012

5. Nonprofit Corporation. This Association is organized as a nonprofit corporation under the laws of the State of Arizona.

6. Purpose and Powers. This Association does not contemplate the distribution of gains, profits or dividends to its Members. The specific primary purposes for which it is formed are to provide for the acquisition, construction, management, operation, administration, maintenance, repair, improvement, preservation and architectural control of the Common Area, and all responsibilities within those certain tracts of property situated in Maricopa County, Arizona, which are more particularly described in that certain final plat for Falcon View, recorded in Book 910 of Maps, Page 10 in the Official Records of Maricopa County, Arizona (the **"Plat"**), and that certain Declaration of Covenants, Conditions and Restrictions for Falcon View (the **"Declaration"**), as are, or may in the future be, recorded with the Maricopa County Recorder, and to promote the health, safety and welfare of all of the residents within the above-described Property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose, all according to the Declaration.

In furtherance of said purposes, this Association shall have the powers to:

a. Perform all of the duties and obligations of the Association as set forth in the Declaration;

b. Fix, levy, collect and enforce assessments, charges and fines as set forth in the Declaration and Bylaws;

c. Pay all expenses and obligations incurred by the Association in the conduct of its business, including, without limitation, all licenses, taxes or governmental charges levied or imposed against the Common Area;

d. Acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

e. Grant non-exclusive easements over the Common Area to any person for purposes beneficial to the Members;

f. Borrow money and, only with the assent (by vote or written consent) of two-thirds (2/3) of each class of Members, mortgage, pledge, deed of trust or hypothecate any or all of its personal or real property as security for money borrowed or debts incurred;

g. Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, provided that any merger or consolidation shall have the assent by vote or written consent of two-thirds (2/3) of each class by Members; and

h. Have and exercise any and all powers, rights and privileges which a corporation organized under the Arizona Nonprofit Corporation Act (A.R.S. §10-3101 et seq.) (the **"Act"**), may now or hereafter have or exercise.

7. Members and Membership Rights. This Association shall have members. The number and qualifications of Members of the Association, the different classes of Membership, if any, the property, voting and other rights and privileges of Members, their liability for assessments and the method of collection thereof shall be as set forth in the Declaration and the Bylaws.

8. Board of Directors. The affairs of this Association shall be managed by a Board of not less than one (1) nor more than seven (7) Directors (the exact number and qualifications of which shall be fixed by the Bylaws, or amendments thereof, duly adopted by the Members or the Board of Directors). The number of Directors may be changed by amendment to the Bylaws. The initial Board of Directors and the addresses of the Members, whom shall serve until their successors are elected or appointed according to the Bylaws, are as follows:

Jose L. Castillo II
Richmond American Homes of Arizona, Inc.
16427 N. Scottsdale, Road, Suite 175
Scottsdale, Arizona 85254

Fil Hirohata
Richmond American Homes of Arizona, Inc.
16427 N. Scottsdale, Road, Suite 175
Scottsdale, Arizona 85254

Kirsten Beard
Richmond American Homes of Arizona, Inc.
16427 N. Scottsdale, Road, Suite 175
Scottsdale, Arizona 85254

9. Elimination of Director Liability. As set forth in the Act, each Director shall be immune from civil liability and shall not be subject to suit indirectly or by way of contribution for any act or omission resulting in damage or injury if said Director was acting in good faith and within the scope of his official capacity (which is any decision, act or event undertaken by the Association in

furtherance of the purpose or purposes for which it is organized), unless such damage or injury was caused by willful and wanton or grossly negligent conduct of the Director.

10. Dissolution. In the event of dissolution, liquidation or winding up of the Association (other than incident to a merger or consolidation), the Association shall pay or adequately provide for the debts and obligations of the Association and otherwise comply with the Act. The Directors or persons in charge of the liquidation shall dedicate the assets of the Association to an appropriate public agency to be used for purposes similar to those for which this Association was created or if such dedication is refused acceptance, then such assets may be granted, transferred or conveyed to any non-profit corporation, association, trust or other organization devoted to similar purposes. If such acts are not feasible, said Directors or other persons in charge of the liquidation shall divide the remaining assets among the Members in accordance with their respective rights therein as set forth in the Declaration, except as otherwise required by law.

11. Indemnification. The Association shall indemnify any person made a party to any civil suit or criminal administrative or investigative action, by reason of the fact that he is or was a member, director, officer, employee or agent of the Association against expenses, including attorney's fees, and judgments, fines and amounts paid in settlement actually and reasonable incurred by him in connection with such action to the greatest extent allowed by law. 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 Act. Any repeal or modification of this Article 11 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.

12. Amendments. These Articles may be amended by the vote or written assent of Members representing two-thirds (2/3) of the total votes in the Association; provided, however, that the percentage of the voting power necessary to amend a specific clause or provision shall not be less than the prescribed percentage of affirmative votes required for action to be taken under that clause or provision. Notwithstanding the foregoing, the Declarant (as defined in the Declaration), without the vote or written consent of the Members, may amend these Articles in order to conform the Articles to the requirements or guidelines of the Federal Housing Administration, the Veterans Administration or any federal, state or local governmental agency whose approval of the Articles, Bylaws or other documents relative to the Association or the Property is required by law or requested by the Declarant or the Association.

13. FHA/VA Approval. As long as there is a Class B Membership (as referenced in the Declaration), the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration, if either of those agencies has approved the development plan of the Property: (i) annexation of additional property, (ii) mergers and consolidations, (iii) mortgaging of Common Area, (iv) dedication of Common Area, and (v) dissolution and amendment of these Articles.

14. Incorporator. The name and address of the Incorporator is:

Ryan Huffman
Richmond American Homes of Arizona, Inc.
16427 N. Scottsdale, Road, Suite 175
Scottsdale, Arizona 85254

15. Definitions. All initially capitalized terms used herein without definition shall have the meanings set forth for such terms in the Declaration.

IN WITNESS WHEREOF, for the purpose of forming this Association under the laws of the State of Arizona, the undersigned, constituting the Incorporator of this Association, has executed these Articles of Incorporation this 5th day of February, 2019.

INCORPORATOR:

By: _____
Ryan Huffman

CONSENT TO ACT AS STATUTORY AGENT

FOR

FALCON VIEW HOMEOWNERS ASSOCIATION

The undersigned, having been designated to act as Statutory Agent for **FALCON VIEW HOMEOWNERS ASSOCIATION**, an Arizona nonprofit corporation, hereby consents to act in that capacity until removed or his or her resignation is submitted.

Dated: February 5, 2019

CT CORPORATION SYSTEM

By: Jin Song
Its: Assistant Secretary

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

CERTIFICATE OF DISCLOSURE

Read the Instructions C003I

1. **ENTITY NAME** – give the exact name of the corporation in Arizona:
   FALCON VIEW HOMEOWNERS ASSOCIATION

2. FELONY/JUDGMENT QUESTIONS : Has any person (a) who is currently an officer, director, trustee, or incorporator, or (b) who controls or holds over ten per cent of the issued and outstanding common shares or ten per cent of any other proprietary, beneficial or membership interest in the corporation been:			
2.1	Convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven year period immediately preceding the signing of this certificate?	☐ Yes	☒ No
2.2	Convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses or restraint of trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the signing of this certificate?	☐ Yes	☒ No
2.3	Subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven-year period immediately preceding the signing of this certificate, involving any of the following: a. The violation of fraud or registration provisions of the securities laws of that jurisdiction; b. The violation of the consumer fraud laws of that jurisdiction; c. The violation of the antitrust or restraint of trade laws of that jurisdiction?	☐ Yes	☒ No
2.4	If any of the answers to numbers 2.1, 2.2, or 2.3 are **YES**, you **MUST** complete and attach a Certificate of Disclosure Felony/Judgment Attachment form C004.		

3. BANKRUPTCY QUESTION:			
3.1	Has any person (a) who is currently an officer, director, trustee, incorporator, or (b) who controls or holds over twenty per cent of the issued and outstanding common shares or twenty per cent of any other proprietary, beneficial or membership interest in the corporation, served in any such capacity or held a twenty per cent interest in **any other corporation** (not the one filing this Certificate) on the bankruptcy or receivership **of the other corporation**?	☐ Yes	☒ No
3.2	If the answer to number 3.1 is **YES**, you **MUST** complete and attach a Certificate of Disclosure Bankruptcy Attachment form C005.		

IMPORTANT: If within 60 days of the delivery of this Certificate to the A.C.C. any person not included in this Certificate becomes an officer, director, trustee or person controlling or holding over ten per cent of the issued and outstanding shares or ten per cent of any other proprietary, beneficial or membership interest in the corporation, the corporation must submit a SUPPLEMENTAL Certificate providing information about that person, signed by all incorporators or by a duly elected and authorized officer.

SIGNATURE REQUIREMENTS:	
Initial Certificate of Disclosure:	This Certificate must be signed by all incorporators. If more space is needed, complete and attach an Incorporator Attachment form C084.
Foreign corporations:	This Certificate may be signed by a duly authorized officer or by the Chairman of the Board of Directors.
Credit Unions and Loan Companies:	This Certificate must be signed by any 2 officers or directors.

Ryan Huffman
Name

Richmond American Homes of Arizona, Inc.
Address 1

16427 N. Scottsdale, Road, Suite 175
Address 2

Scottsdale | AZ | 85254
City | State | Zip

Country: UNITED STATES

SIGNATURE – *see Instructions C003I:*

By typing or entering my name and checking the box marked "I accept" below, I acknowledge *under penalty of law* that this document together with any attachments is submitted in compliance with Arizona law.

☒ I ACCEPT

Signature

Ryan Huffman — 2/5/19
Printed Name — Date

REQUIRED – check only one:

☒ **Incorporator** - I am an incorporator of the corporation submitting this Certificate.

☐ **Officer** - I am an officer of the corporation submitting this Certificate

☐ **Chairman of the Board of Directors** - I am the Chairman of the Board of Directors of the corporation submitting this Certificate.

☐ **Director** – I am a Director of the credit union or loan company submitting this Certificate.

Name

Address 1

Address 2

City | State | Zip

Country

SIGNATURE – *see Instructions C003I:*

By typing or entering my name and checking the box marked "I accept" below, I acknowledge *under penalty of law* that this document together with any attachments is submitted in compliance with Arizona law.

☐ I ACCEPT

Signature

Printed Name — Date

REQUIRED – check only one:

☐ **Incorporator** - I am an incorporator of the corporation submitting this Certificate.

☐ **Officer** - I am an officer of the corporation submitting this Certificate

☐ **Chairman of the Board of Directors** - I am the Chairman of the Board of Directors of the corporation submitting this Certificate.

☐ **Director** – I am a Director of the credit union or loan company submitting this Certificate.

Filing Fee: None All fees are nonrefundable - see Instructions.	Mail: Arizona Corporation Commission - Corporate Filings Section 1300 W. Washington St., Phoenix, Arizona 85007 Fax: 602-542-4100

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.

RECEIVED
FEB 06 2019
ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

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

02/06/2019

ARIZONA CORPORATION COMMISSION CORPORATIONS DIVISION

COVER SHEET

USE A SEPARATE COVER SHEET FOR EACH DOCUMENT
**** ORDER COPIES USING A RECORDS REQUEST FORM ****

WHAT ARE YOU FILING?

☑ New Entity ☐ Change to existing entity ☐ Re-submission of rejected filing

ENTITY NAME - give the exact name of the corporation as currently shown in A.C.C. records:

Falcon View Homeowners Association

EXPEDITED PROCESSING?

☑ YES - add $35 to the filing fee	☐ NO - pay only the filing fee
Document filing fees are listed on the bottom of each form or on the fee schedule on our website, http://ecorp.azcc.gov, under the FAQs.	

PAYMENT:

☑ MOD Account #: 1209	Amount to deduct: $75.00

Cash - do not mail cash. Cash may be used only for in-person submittals.
Checks or money orders - must be made payable to "Arizona Corporation Commission," with all words spelled out and no abbreviations. Checks must be completely and properly filled out, including the amount sections. UNACCEPTABLE CHECKS include: no imprinted or preprinted name and address of the account holder; no imprinted or preprinted check number; handwritten or stamped names, addresses, or check numbers; temporary checks (new accounts).
Credit cards - may be used for in-person submittals, and for online corporation annual reports, online name reservations, or online certificates of good standing. We accept only Visa, MasterCard, and American Express.

REQUIRED - RETURN DELIVERY OPTION (PLEASE PRINT CLEARLY and select only ONE):

☑ Email	Email address: CLS-CTPhoenixFulfillment@wolterskluwer.com	
☐ Pick up	Name:	Phone:
☐ Mail	Name: C T Corporation System	
	Address:	
	City: State: Zip:	
	Phone:	

DOCUMENTS WILL BE MAILED IF THEY ARE NOT PICKED UP IN A TIMELY MANNER (APPROXIMATELY ONE WEEK)

FOR ARIZONA CORPORATION COMMISSION USE ONLY

PICK-UP BY: _____ **DATE:** _____

View current processing times at: www.azcc.gov/Divisions/Corporations/document-processing-times.pdf