

**ARTICLES OF INCORPORATION
OF
ENCANTA HOMEOWNERS ASSOCIATION**

In compliance with the requirements of the laws of the State of Arizona, the undersigned hereby adopt these Articles of Incorporation.

ARTICLE I – NAME

The name of the corporation is Encanta Homeowners Association, hereafter called the “Association.”

ARTICLE II - PRINCIPAL OFFICE

The principal office of the Association is located at 4220 East McDowell Road, Suite 101, Mesa, Arizona 85215.

ARTICLE III - STATUTORY AGENT

The statutory agent of the Association is Johnson Law Office, PLC, whose address is 2812 North Norwalk, Suite 106, Mesa, Arizona 85215.

ARTICLE IV - PURPOSE AND POWERS OF THE ASSOCIATION

The Association is organized as a non-profit association and does not contemplate pecuniary gain or profit to the members thereof. The Association is formed to provide for maintenance, preservation and architectural control of the residential lots and common area within the subdivision of real property located in Maricopa County, Arizona, and known as Encanta (the “Property”), and to promote the health, safety, and welfare of the residence within the above described Property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions, Restrictions, Reservations and Easements for Encanta (the “Declaration”), applicable to the

Property and recorded or to be recorded by the declarant thereof (the "Declarant") in the Office of the County Recorder of Maricopa County, Arizona, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) fix, levy, collect and enforce payments by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) 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 its real or personal property in connection with the affairs of the Association;

(d) borrow money, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) dedicate, sell or transfer all or any part of the common area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members;

(f) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and common area;

(g) have and to exercise any and all powers, rights privileges which a corporation organized under the Nonprofit Corporation Law of the State of Arizona by law may now or hereafter have or exercise.

ARTICLE V - MEMBERSHIP AND VOTING RIGHTS

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment by the Association. No stock shall be issued by the Association. The voting and other rights and privileges of members, and their liability for assessments and other charges, shall be as set forth in the Declaration, the Bylaws of the Association and applicable law.

ARTICLE VI - BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of Directors consisting of three (3) individuals, none of whom need be members of the Association. The number of directors serving from time to time shall be no less than the number of Directors required by the Declaration. The names and addresses of the individuals who are to act in the capacity of directors until the election of their successors are:

<u>Name</u>	<u>Addresses</u>
Todd Tucker	4220 E. McDowell Road, Suite 101 Mesa, AZ 85215
Jordan Hatch	4220 E. McDowell Road, Suite 101 Mesa, AZ 85215
Leah Thompson	4220 E. McDowell Road, Suite 101 Mesa, AZ 85215

ARTICLE VII - OFFICERS

The affairs of the Corporation shall be administered by officers elected by the Board of Directors at its first meeting, and each successive meeting of the Board of Directors following the annual meeting of the members of the Association, or at other meetings called for such purpose, which officers shall serve at the pleasure of the Board of Directors. The officers shall consist of a President, Vice President, both of whom shall be members of the Board of Directors, and a Secretary and Treasurer. The initial officers of the Corporation shall be as follows and shall serve until their successors are appointed and qualified:

<u>Name</u>	<u>Office</u>
Todd Tucker	President
Jordan Hatch	Vice President
Leah Thompson	Secretary/Treasurer

ARTICLE VIII - DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the members of each class who are eligible to vote. Upon the dissolution of this Association, whether resulting from voluntary action on the part of the Board of Directors, court orders, lapse of time, or otherwise, no part of the remaining assets of the

Association, after the discharge of all corporate liabilities, shall insure to private profit, benefit or advantage dedicated by the directors in cash or in kind absolutely and without possibility of reversion, as absolute gifts without return consideration, direct or indirect, in such amounts and proportions as the director shall determine, to a public agency or utility or to a non-profit organization to be devoted to purposes similar to those of the Association. The determination of the directors with respect to all such distribution shall be final.

ARTICLE IX - DURATION

The corporation shall exist perpetually.

ARTICLE X - BYLAWS

The original Bylaws of the Association may be adopted by the incorporator.

ARTICLE XI - NO PERSONAL LIABILITY

The directors, officers and members of the Association shall not be individually liable for the Association's debts or other liabilities. The private property of such individuals shall be exempt from any corporate debts or liabilities. A director of the Association shall not be personally liable to the Association or its members, if any, for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the Association or its members, if any, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under the Arizona nonprofit corporation act as it may be amended from time to time, or (iv) for any transaction from which the director derived any improper personal benefit. If the Arizona Revised Statutes are hereafter amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Association shall be eliminated or limited to the fullest extent permitted by the Arizona Revised Statutes, as so amended. Any repeal or modification of this Article shall not adversely affect any right or protection of a director of the Association existing at the time of such repeal or modification.

ARTICLE XII – INDEMNIFICATION

The Association shall indemnify any past or present Director, officer, committee member, employee or agent against expenses, including without limitation, attorneys' fees, judgments, fines and amounts incurred while acting within the scope of his or her authority as a Director, officer, committee member, employee or agent of the Association; provided that the board of Directors shall determine in good faith that such did not act, fail to act, or refuse to act, willfully or with gross negligence or with fraudulent or criminal intent with regard to the matters involved in the action.

ARTICLE XIII - INCORPORATOR

The name and address of the incorporator are:

Johnson Law Office, PLC
2812 N. Norwalk, Suite 106
Mesa, Arizona 85215

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Arizona, the undersigned, constituting the incorporator of this Association, has executed these Articles of Incorporation as of February 8, 2019.

JOHNSON LAW OFFICE, PLC

A handwritten signature in cursive script that reads "David Johnson".

By: _____
David Johnson, Manager

CONSENT TO ACT AS STATUTORY AGENT

The undersigned, having been designated to act as Statutory Agent for ENCANTA HOMEOWNERS ASSOCIATION, hereby consents to act in that capacity until removal or resignation is submitted in accordance with applicable law.

Dated: February 8, 2019.

JOHNSON LAW OFFICE, PLC

A handwritten signature in cursive script that reads "David Johnson".

By: _____
David Johnson, Manager