

FEB 12 2015

ARTICLES OF INCORPORATION

OF

INSPIRE ON EARLL CONDOMINIUMS HOMEOWNERS' ASSOCIATION

In compliance with the requirements of § 10-3101, *et seq.*, Arizona Revised Statutes, the undersigned certify:

ARTICLE I
NAME

The name of the corporation is Inspire on Earll Condominiums Homeowners Association (the "Association").

AZ CORPORATION COMMISSION
FILED

JAN 30 2015

ARTICLE II
DEFINED TERMS

Capitalized terms used in these Articles of Incorporation but not defined herein shall have the meanings specified for such terms in Declaration of Condominium and Covenants, Conditions, and Restrictions for Inspire on Earll Condominiums, as recorded in the official records of Maricopa County, Arizona, as the same may be amended from time to time (the "Declaration").

FILE NO. 19808729

ARTICLE III
PRINCIPAL OFFICE

The principal office of the Association shall be located at 7300 E. Earll Drive, Scottsdale, Arizona 85251.

ARTICLE IV
STATUTORY AGENT

Jason F. Wood, Titus Brueckner & Levine PLC, whose address is 8355 E. Hartford Drive, Suite 200, Scottsdale, Arizona 85255, and who is a bona fide resident of the State of Arizona, is hereby appointed and designated as the initial statutory agent for the Association.

ARTICLE V
PURPOSE OF THE ASSOCIATION

The object and purpose for which the Association is organized is to provide for the management, maintenance and care of the Common Elements 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 Declaration, these Articles and the Bylaws of the Association. 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 Common Elements, to exercise and perform such other powers and duties as are imposed on or granted to the Association by the Declaration, these Articles and the Bylaws of the Association, and to and to act in furtherance of the common good and general welfare of the Inspire on Earl1 Condominiums community.

ARTICLE VII
MEMBERSHIP AND VOTING RIGHTS

Membership in the Association shall be limited to Unit Owners that are subject to assessment. Each Unit Owner shall have such rights, privileges and votes in the Association as are set forth in the Declaration, these Articles and the Bylaws of the Association.

ARTICLE VIII
BOARD OF DIRECTORS

During the Period of Declarant Control, the Declarant shall have the sole and exclusive right to appoint and remove the members of the Board of Directors and the officers of the Association, which appointees do not have to be Unit Owners. Upon the termination of the Period of Declarant Control, the Unit Owners shall elect the Board of Directors, which must consist of at least three (3) but no more than nine (9) members, all of whom must be Unit Owners. The Board of Directors elected by the Unit Owners shall then elect the officers of the Association. Declarant may voluntarily surrender its right to appoint and remove the members of the Board of Directors and the officers of the Association before termination of the Period of Declarant Control, and in that event the Declarant may require, for the duration of the Period of Declarant Control, that specified actions of the Association or the Board of Directors, as described in a recorded instrument executed by the Declarant, be approved by the Declarant before they become effective.

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 the first annual meeting of the Members or until their successors are elected and qualified, are as follows:

<u>Name</u>	<u>Mailing Address</u>
Robert A. Lyles	8135 E. Indian Bend Road, Suite 101 Scottsdale, AZ 85250
Patricia A. Watts	8135 E. Indian Bend Road, Suite 101 Scottsdale, AZ 85250



The Board shall adopt the initial Bylaws of the Association. The power to alter, amend or repeal the Bylaws is reserved to the Members except that the Declarant, so long as the Declarant is the Owner of any Unit, and thereafter the Board, without a vote of the Members, shall have the right to amend the Bylaws in order to comply with the requirements or guidelines in effect from time to time of any Agency, including, without limitation, any governmental or quasi-governmental entity or federal corporation guarantying or insuring mortgage loans or governing transactions involving mortgage instruments including, without limitation, Fannie Mae, the Federal Home Loan Mortgage Corporation ("FHLMC"), the Federal Housing Administration ("FHA") or the Veterans Administration ("VA"), whose approval of the Condominium Documents or the Declaration is requested by the Declarant or the Association. So long as the Declarant is the Owner of any Unit, any amendment of the Bylaws must be approved in writing by the Declarant.

ARTICLE IX
OFFICERS

The following persons shall be the initial officers of the Association and shall hold the positions opposite their names until the first annual meeting of the Association and until their successors have been elected and qualified:

Robert A. Lyles	President
Patricia A. Watts	Secretary/Treasurer

ARTICLE X
INCORPORATOR

The incorporator of the Association is:

Robert A. Lyles	8135 E. Indian Bend Road, Suite 101 Scottsdale, AZ 85250
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ARTICLE XI
LIMITATION ON LIABILITY OF DIRECTORS

To the fullest extent allowable under the Arizona Nonprofit Corporation Act (*see* A.R.S. § 10-3101 *et seq.*, as may be amended from time to time), each director of the Association 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 or her official capacity (which is any decision, act, or event undertaken by the Association in furtherance of the purpose or purposes for which it is formed) unless such damage or injury was caused by willful or grossly negligent conduct of such director. The intent of this provision is to give all directors the full extent of immunity available under the Arizona Nonprofit Corporation Act (*see* A.R.S. § 10-3101 *et seq.*, as may be amended from time to time).



ARTICLE XII
INDEMNIFICATION OF DIRECTORS, OFFICERS, AND AGENTS

The Association shall indemnify any person who incurs expenses or liability by reason of the fact that he or she is or was an officer, director, or agent of the Association. This indemnification shall be mandatory in all circumstances in which indemnification is permitted by law; provided, however, that the Association shall have the right to refuse indemnification if the person to whom indemnification would otherwise have been applicable shall have unreasonably refused to permit the Association, at its own expense and through counsel of its choosing, to defend him or her in the action.

ARTICLE XIII
AMENDMENT

These Articles may be amended by Members representing at least sixty-seven percent (67%) of the votes in the Association; provided, however, that the Declarant, so long as the Declarant is the Owner of any Unit, 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 any Agency, including, without limitation, Fannie Mae, the FHLMC, the FHA, the VA or any federal, state or local governmental agency whose approval of the Inspire on Earl Condominiums, the Declaration, the Bylaws or these Articles is required by law or requested by the Declarant or the Association. During the Period of Declarant Control, any amendment to these Articles must be approved in writing by the Declarant in order to be effective.

ARTICLE XIV
DISSOLUTION

Upon dissolution or liquidation 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 Arizona Nonprofit Corporation Act (*see* A.R.S. § 10-3101 *et seq.*, as may be amended from time to time), and the assets of the Association shall be dedicated to an appropriate public agency to be used for the purposes similar to those for which the Association was created.

Dated this 26 day of January, 2015.

By: _____
Robert A. Lyles
Title: Incorporator



ACCEPTANCE OF APPOINTMENT AS STATUTORY AGENT

The undersigned, having been designated to act as statutory agent for **INSPIRE ON EARLL CONDOMINIUMS HOMEOWNERS' ASSOCIATION**, 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 30th day of January, 2015.



Jason F. Wood, Esq.



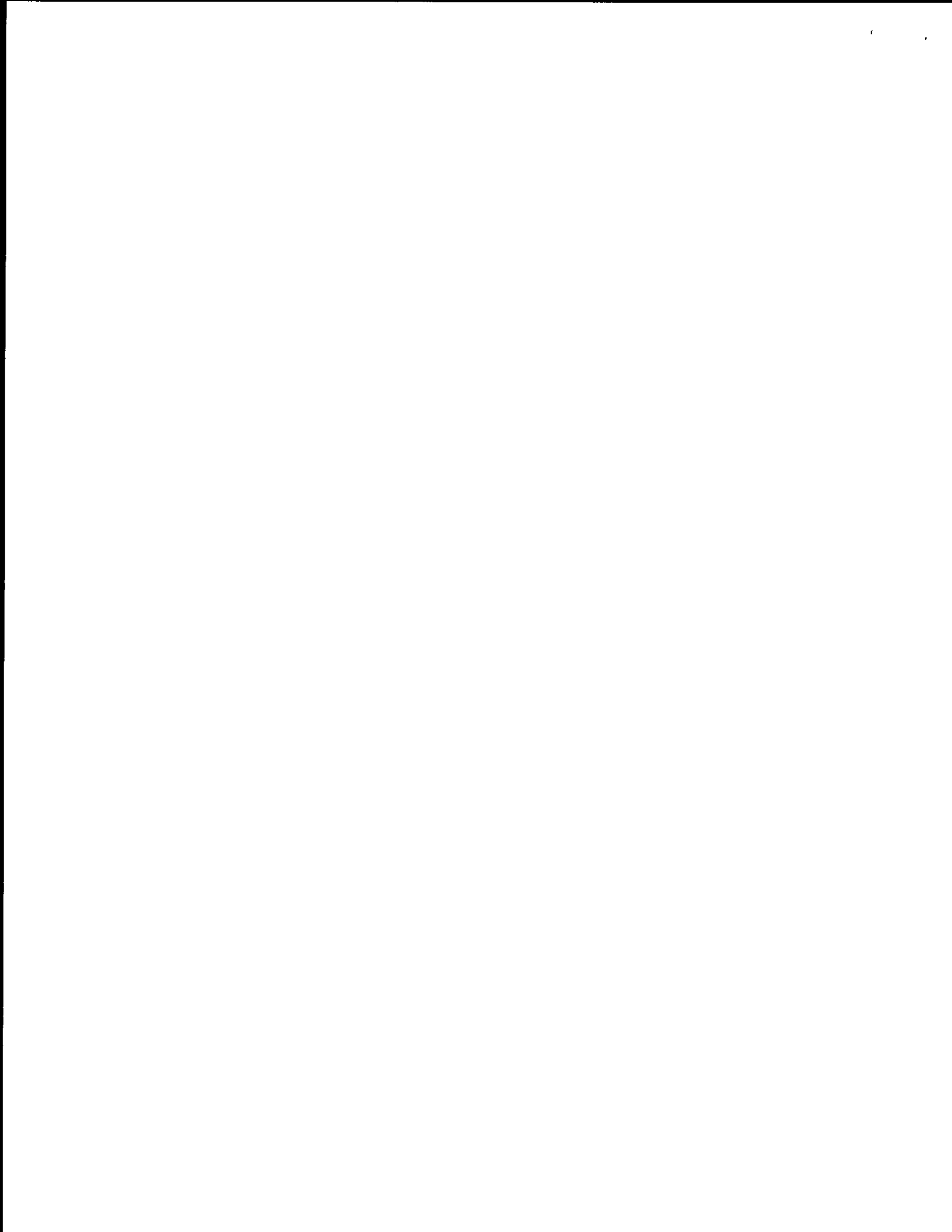
CERTIFICATE OF DISCLOSURE*Read the Instructions C003i***1. ENTITY NAME** – give the exact name of the corporation in Arizona:INSPIRE ON EARLL CONDOMINIUMS HOMEOWNERS' ASSOCIATION**2. A.C.C. FILE NUMBER** (if already incorporated or registered in AZ): _____Find the A.C.C. file number on the upper corner of filed documents OR on our website at: <http://www.azcc.gov/Divisions/Corporations>**3. Check only one of the following to indicate the type of Certificate:**

- Initial (accompanies formation or registration documents)
- Annual (credit unions and loan companies only)
- Supplemental to COD filed _____ (supplements a previously-filed Certificate of Disclosure)

4. 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:

4.1	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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
4.2	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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
4.3	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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
4.4	If any of the answers to numbers 4.1, 4.2, or 4.3 are YES , you MUST complete and attach a Certificate of Disclosure Felony/Judgment Attachment form C004.		



5. BANKRUPTCY QUESTION:

<p>5.1 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?</p>	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<p>5.2 If the answer to number 5.1 is YES, you MUST complete and attach a Certificate of Disclosure Bankruptcy Attachment form C005.</p>		

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.

Robert A. Lyles
Name

8135 E. Indian Bend Road, Suite 101
Address 1

Address 2

Scottsdale AZ 85250
City State Zip

U.S.A.
Country

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 perjury that this document together with any attachments is submitted in compliance with Arizona law.

I ACCEPT

Signature
 Robert A. Lyles
Printed Name

1/26/15
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.

SIGNATURE - see Instructions C003i:

By typing or entering my name and checking the box marked "I accept" below, I acknowledge under penalty of perjury 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.

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



CORPORATION COMMISSION
FILED

JAN 8 0 2015

FILE NO. 79808729

AZ Corp. Commission



04929472

ARTICLES OF INCORPORATION

OF

INSPIRE ON EARLL CONDOMINTUMS HOMEOWNERS' ASSOCIATION

In compliance with the requirements of § 10-3101, *et seq.*, Arizona Revised Statutes, the undersigned certify:

ARTICLE I
NAME

The name of the corporation is Inspire on Earll Condominiums Homeowners' Association (the "Association").

ARTICLE II
DEFINED TERMS

Capitalized terms used in these Articles of Incorporation but not defined herein shall have the meanings specified for such terms in Declaration of Condominium and Covenants, Conditions, and Restrictions for Inspire on Earll Condominiums, as recorded in the official records of Maricopa County, Arizona, as the same may be amended from time to time (the "Declaration").

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STATUTORY AGENT

Jason F. Wood, Titus Brueckner & Levine PLC, whose address is 8355 E. Hartford Drive, Suite 200, Scottsdale, Arizona 85255, and who is a bona fide resident of the State of Arizona, is hereby appointed and designated as the initial statutory agent for the Association.

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PURPOSE OF THE ASSOCIATION

The object and purpose for which the Association is organized is to provide for the management, maintenance and care of the Common Elements 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 Declaration, these Articles and the Bylaws of the Association. 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.

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ARTICLE VII
MEMBERSHIP AND VOTING RIGHTS

Membership in the Association shall be limited to Unit Owners that are subject to assessment. Each Unit Owner shall have such rights, privileges and votes in the Association as are set forth in the Declaration, these Articles and the Bylaws of the Association.

ARTICLE VIII
BOARD OF DIRECTORS

During the Period of Declarant Control, the Declarant shall have the sole and exclusive right to appoint and remove the members of the Board of Directors and the officers of the Association, which appointees do not have to be Unit Owners. Upon the termination of the Period of Declarant Control, the Unit Owners shall elect the Board of Directors, which must consist of at least three (3) but no more than nine (9) members, all of whom must be Unit Owners. The Board of Directors elected by the Unit Owners shall then elect the officers of the Association. Declarant may voluntarily surrender its right to appoint and remove the members of the Board of Directors and the officers of the Association before termination of the Period of Declarant Control, and in that event the Declarant may require, for the duration of the Period of Declarant Control, that specified actions of the Association or the Board of Directors, as described in a recorded instrument executed by the Declarant, be approved by the Declarant before they become effective.

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 the first annual meeting of the Members or until their successors are elected and qualified, are as follows:

<u>Name</u>	<u>Mailing Address</u>
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Patricia A. Watts	8135 E. Indian Bend Road, Suite 101 Scottsdale, AZ 85250



The Board shall adopt the initial Bylaws of the Association. The power to alter, amend or repeal the Bylaws is reserved to the Members except that the Declarant, so long as the Declarant is the Owner of any Unit, and thereafter the Board, without a vote of the Members, shall have the right to amend the Bylaws in order to comply with the requirements or guidelines in effect from time to time of any Agency, including, without limitation, any governmental or quasi-governmental entity or federal corporation guarantying or insuring mortgage loans or governing transactions involving mortgage instruments including, without limitation, Fannie Mae, the Federal Home Loan Mortgage Corporation ("FHLMC"), the Federal Housing Administration ("FHA") or the Veterans Administration ("VA"), whose approval of the Condominium Documents or the Declaration is requested by the Declarant or the Association. So long as the Declarant is the Owner of any Unit, any amendment of the Bylaws must be approved in writing by the Declarant.

ARTICLE IX OFFICERS

The following persons shall be the initial officers of the Association and shall hold the positions opposite their names until the first annual meeting of the Association and until their successors have been elected and qualified:

Robert A. Lyles	President
Patricia A. Watts	Secretary/Treasurer

ARTICLE X INCORPORATOR

The incorporator of the Association is Robert A. Lyles.

ARTICLE XI LIMITATION ON LIABILITY OF DIRECTORS

To the fullest extent allowable under the Arizona Nonprofit Corporation Act (*see* A.R.S. § 10-3101 *et seq.*, as may be amended from time to time), each director of the Association 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 or her official capacity (which is any decision, act, or event undertaken by the Association in furtherance of the purpose or purposes for which it is formed) unless such damage or injury was caused by willful or grossly negligent conduct of such director. The intent of this provision is to give all directors the full extent of immunity available under the Arizona Nonprofit Corporation Act (*see* A.R.S. § 10-3101 *et seq.*, as may be amended from time to time).



ARTICLE XII
INDEMNIFICATION OF DIRECTORS, OFFICERS, AND AGENTS

The Association shall indemnify any person who incurs expenses or liability by reason of the fact that he or she is or was an officer, director, or agent of the Association. This indemnification shall be mandatory in all circumstances in which indemnification is permitted by law; provided, however, that the Association shall have the right to refuse indemnification if the person to whom indemnification would otherwise have been applicable shall have unreasonably refused to permit the Association, at its own expense and through counsel of its choosing, to defend him or her in the action.

ARTICLE XIII
AMENDMENT

These Articles may be amended by Members representing at least sixty-seven percent (67%) of the votes in the Association; provided, however, that the Declarant, so long as the Declarant is the Owner of any Unit, 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 any Agency, including, without limitation, Fannie Mae, the FHLMC, the FHA, the VA or any federal, state or local governmental agency whose approval of the Inspire on Earll Condominiums, the Declaration, the Bylaws or these Articles is required by law or requested by the Declarant or the Association. During the Period of Declarant Control, any amendment to these Articles must be approved in writing by the Declarant in order to be effective.

ARTICLE XIV
DISSOLUTION

Upon dissolution or liquidation 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 Arizona Nonprofit Corporation Act (*see* A.R.S. § 10-3101 *et seq.*, as may be amended from time to time), and the assets of the Association shall be dedicated to an appropriate public agency to be used for the purposes similar to those for which the Association was created.

Dated this 26 day of January, 2015.

By: _____

Robert A. Lyles

Title: Incorporator

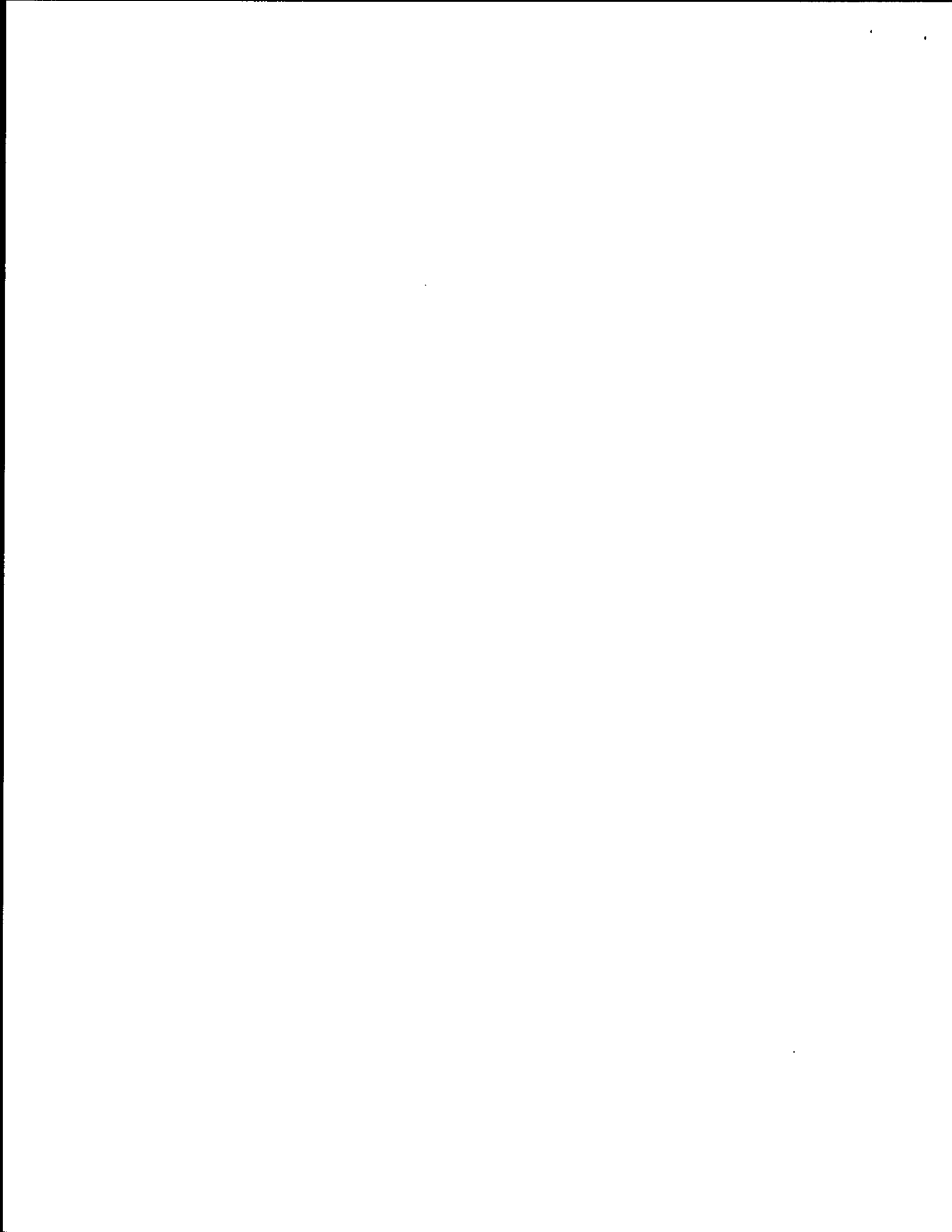


ACCEPTANCE OF APPOINTMENT AS STATUTORY AGENT

The undersigned, having been designated to act as statutory agent for **INSPIRE ON EARLE CONDOMINIUMS HOMEOWNERS' ASSOCIATION**, 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 30th day of January, 2015.


Justin F. Wood, Esq.



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

CERTIFICATE OF DISCLOSURE

Read the Instructions C003

1. **ENTITY NAME** - give the exact name of the corporation in Arizona:

INSPIRE ON EARLL CONDOMINIUMS HOMEOWNERS' ASSOCIATION

2. **A.C.C. FILE NUMBER** (if already incorporated or registered in AZ): _____

Find the A.C.C. file number on the upper corner of filed documents OR on our website at: <http://www.azcc.gov/Division/Certificates>

3. **Check only one of the following to indicate the type of Certificate:**

- Initial (accompanies formation or registration documents)
 Annual (credit unions and loan companies only)
 Supplemental to COD filed _____ (supplements a previously-filed Certificate of Disclosure)

4. 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:

4.1	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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
4.2	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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
4.3	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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
4.4	If any of the answers to numbers 4.1, 4.2, or 4.3 are YES, you MUST complete and attach a Certificate of Disclosure Felony/Judgment Attachment form C004.		



5. BANKRUPTCY QUESTION:

<p>5.1 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?</p>	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
<p>5.2 If the answer to number 5.1 is YES, you MUST complete and attach a Certificate of Disclosure Bankruptcy Attachment form C005.</p>		

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.

Robert A. Lyles
Name

8135 E. Indian Bend Road, Suite 101
Address 1

Address 2

Scottsdale City	AZ State	85250 Zip
U.S.A. Country		

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 perjury that this document together with any attachments is submitted in compliance with Arizona law.

I ACCEPT

Signature: **Robert A. Lyles**
Print Name

Date: **1/26/15**

- 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.

SIGNATURE - see Instructions C003i:
By typing or entering my name and checking the box marked "I accept" below, I acknowledge under penalty of perjury that this document together with any attachments is submitted in compliance with Arizona law.

I ACCEPT

Signature

Print 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.

<p>Filing Fee: None All fees are nonrefundable - see Instructions.</p>	<p>Mail: Arizona Corporation Commission - Corporate Filings Section 1300 W. Washington St., Phoenix, Arizona 85007 Fax: 602-542-4100</p>
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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 records and are open for public inspection. If you have questions after reading the instructions, please call 602-542-3025 or (within Arizona only) 800-345-5819.



COMMISSIONERS
SUSAN BITTER SMITH - Chairman
BOB STUMP
BOB BURNS
DOUG LITTLE
TOM FORESE



ARIZONA CORPORATION COMMISSION

JODI JERICH
Executive Director

PATRICIA L. BARFIELD
Director
Corporations Division

INSPIRE ON EARLL CONDOMINIUMS HOMEOWNERS' ASSOCIATION
TITUS BRUECKNER & LEVINE PLC
ATTN SHEILA G SAWYER
8355 E HARTFORD DR STE 200
SCOTTSDALE, AZ 85255

Effective Date: 02/04/2015
File No: -1980872-9

Thank you for delivering documents for filing with the Arizona Corporation Commission. Unfortunately, we are returning the enclosed document regarding the above-referenced corporation/limited liability company for the following reasons:

The filing fee has been deposited.

Pursuant to A.R.S. 10-202(A)(7) & 10-3202(A)(6), you must provide the name(s) and address(es) of a minimum of one (1) incorporator.

Please provide the incorporator's address in Article X.

IMPORTANT INFORMATION:

Follow the instructions below to resubmit your document. If you originally paid for expedited processing, the resubmitted document will be processed within the current posted expedited time frame after we receive the resubmission, and no additional fees are owed. If you originally paid for regular processing time, the resubmitted document will be processed within the current posted regular time frame after we receive the resubmission, and no additional fees are owed. If you want to upgrade from regular processing to expedited processing, then you can pay the \$35.00 expedite fee when you resubmit the document.

Please Note: Companies must return the corrected document within thirty (30) calendar days of the rejection date to retain the original file date.

Return the following information to the Corporations Division:

1. A copy of this letter and the rejected document.
2. The corrected document, a NEW Cover Sheet, plus any additional paperwork or filing fees, as requested within this letter.

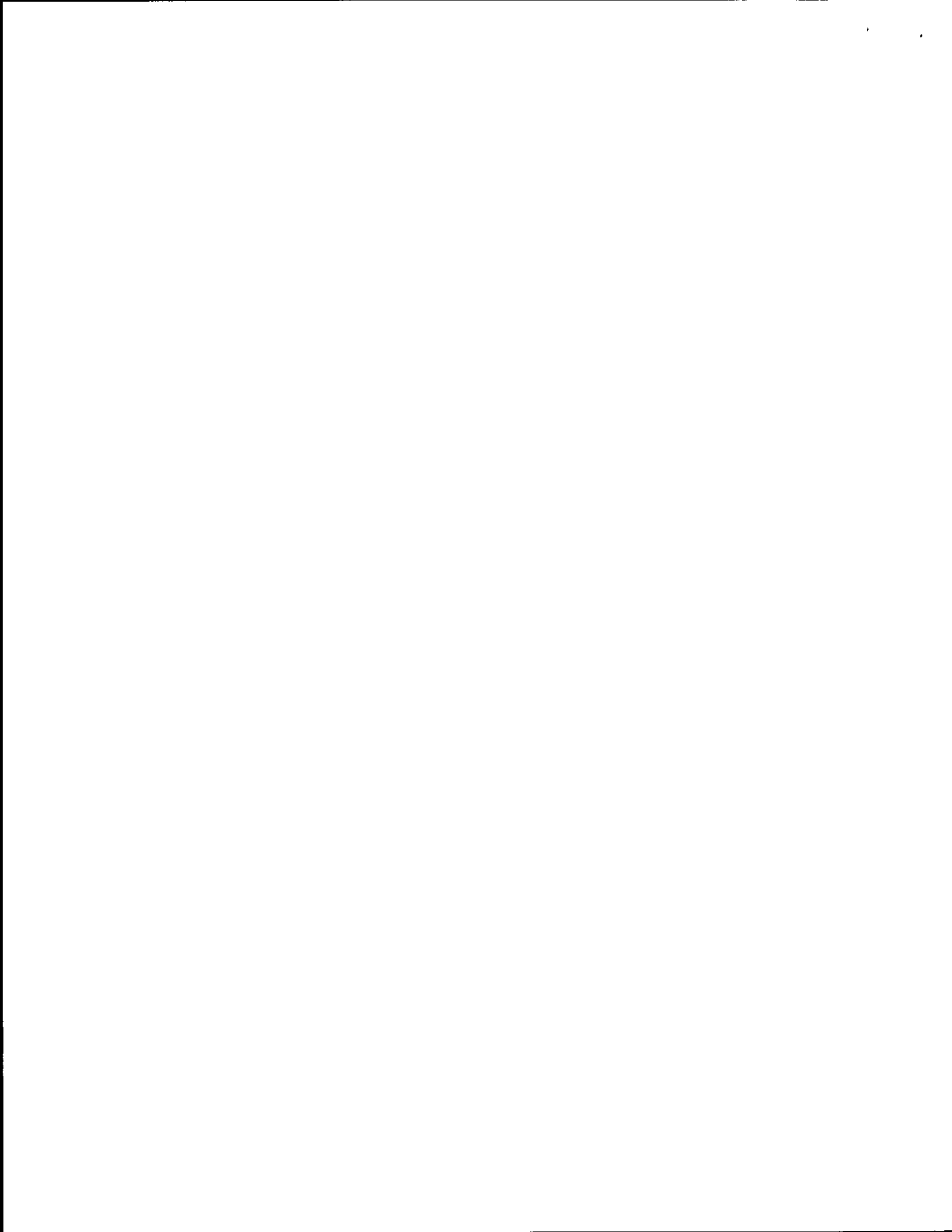
If you do not owe any additional fees or are paying by MOD account you can email your resubmission packet as a pdf document attachment to documentintake@azcc.gov.



If you have any questions, please feel free to contact the Customer Service Call Center at 602-542-3026, or Arizona residents only may use the toll free number 800-345-5819.

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**ARIZONA CORPORATION COMMISSION
CORPORATIONS DIVISION COVER SHEET**

USE A SEPARATE COVER SHEET FOR EACH DOCUMENT

ARE YOU FILING: New Entity Change to existing entity Re-submission/Correction

PLEASE COMPLETE ALL APPROPRIATE SECTIONS

Type in Corp/LLC Name: Inspire on Earl Condominiums Homeowners' Association

FILING TYPE	REGULAR SERVICE FEE	EXPEDITED SERVICE FEE
<input type="checkbox"/> Articles of Domestication	\$100.00	\$135.00
<input type="checkbox"/> Articles of Incorporation (Profit)	\$ 50.00	\$ 55.00
<input checked="" type="checkbox"/> Articles of Incorporation (Non Profit)	\$ 45.00	\$ 75.00
<input type="checkbox"/> Articles of Organization (Limited Liability Company)	\$ 55.00	\$ 55.00
<input type="checkbox"/> Application For Authority (Business)	\$175.00	\$210.00
<input type="checkbox"/> Application to Conduct Affairs (Non Profit)	\$175.00	\$210.00
<input type="checkbox"/> Application for New Authority	\$175.00	\$210.00
<input type="checkbox"/> Application for Registration	\$180.00	\$180.00
<input type="checkbox"/> Articles of Amendment	\$ 25.00	\$ 50.00
<input type="checkbox"/> Articles of Amendment & Restatement	\$ 25.00	\$ 50.00
<input type="checkbox"/> Articles of Correction	\$ 25.00	\$ 50.00
<input type="checkbox"/> Articles of Merger/Share Exchange	\$100.00	\$135.00
<input type="checkbox"/> Articles of Merger (Limited Liability Company)	\$ 50.00	\$ 55.00
<input type="checkbox"/> Affidavit of Publication	\$ 0.00	\$ 35.00
<input type="checkbox"/> CORPORATIONS - Certified Copies* <small>*Copies are for different entities the Expedite fee applies to each entity</small>	\$5.00 Each () (Enter Quantity)	\$40.00 () (Enter Quantity)
<input type="checkbox"/> LLCs - Certified Copies* <small>*Copies are for different entities the Expedite fee applies to each entity</small>	\$10.00 Each () (Enter Quantity)	\$45.00 () (Enter Quantity)
<input type="checkbox"/> Good Standing Certificate* <small>*Good Standing Certificates are for different entities the Expedite fee applies to each entity</small>	\$10.00 Each () (Enter Quantity)	\$45.00 () (Enter Quantity)
<input type="checkbox"/> Other: _____	Regular Fee	Expedite Fee

SELECT PAYMENT TYPE:

DO NOT WRITE YOUR CREDIT CARD NUMBER ON THIS FORM!

Check Check # _____ JAN 30 2015 Amount \$ _____
 M.O.D. Account MOD Acct # 3925 Mod Amount \$ 75.00
 Cash - for in-person filings only (Do not send cash at Arizona Corp. Commission) Amount \$ _____
 Credit Card - for in-person filings only CC Amount \$ _____
 No fee required

REQUIRED - SELECT ONE RETURN DELIVERY OPTION: Mail Pick Up Fax # ()

PLEASE PRINT E-MAIL ADDRESS CLEARLY:

E-mail: ssawyer@tbl-law.com

For Mail or Pick Up - Please list the person or company who will be picking up the completed documents.
DOCUMENTS WILL BE MAILED IF THEY ARE NOT PICKED UP IN A TIMELY MANNER (APPROXIMATELY ONE WEEK).

Person or Company Name: Titus Brueckner & Levine PLC, attention: Sheila G. Sawyer Phone Number: 480-483-9600

Address: 8355 E. Hartford Drive, Suite 200 TBL File No. 2571.2 01/30/2015

City: Scottsdale State: AZ Zip: 85255

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Tiffany Cerna

From: Sheila Sawyer <ssawyer@tbl-law.com>
Sent: Thursday, February 12, 2015 10:37 AM
To: Document Intake
Cc: Jason Wood
Subject: RE: Filing: Articles of Incorporation (Non-Profit) (our file 2571.2)
Attachments: AOI filing packet_RESUBMISSION_2015 02 12.pdf


Attached is a resubmission of the document filed in the email below.



Sheila G. Sawyer
Paralegal
TITUS BRUECKNER & LEVINE PLC
8355 East Hartford Drive, Suite 200
Scottsdale, Arizona 85255
Phone: 480.483.9600 | Fax: 480.483.3215
Email: ssawyer@tbl-law.com
Website: www.tbl-law.com

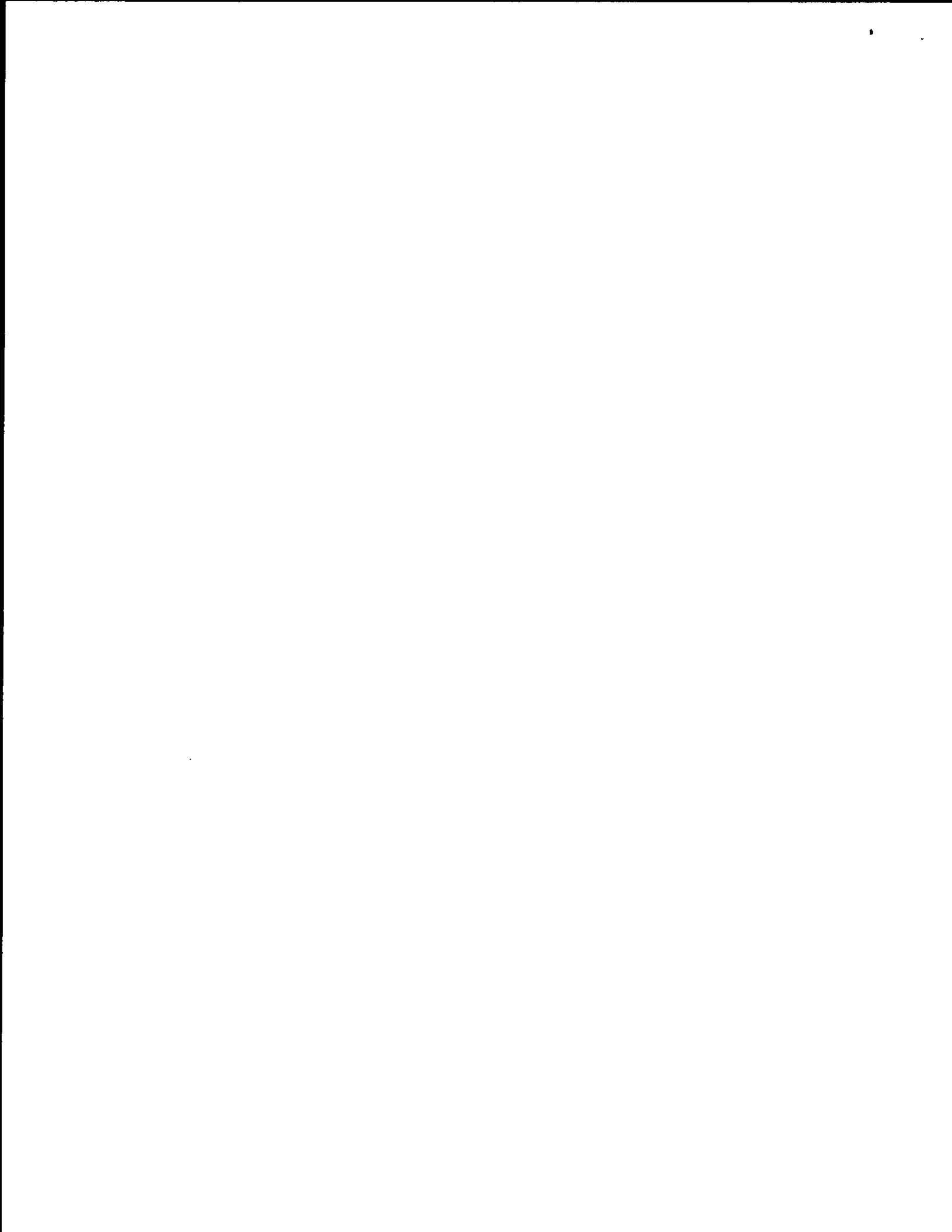
From: Sheila Sawyer
Sent: Friday, January 30, 2015 2:12 PM
To: 'DocumentIntake@azcc.gov'
Cc: Jason Wood
Subject: Filing: Articles of Incorporation (Non-Profit) (our file 2571.2)

Document Type: Articles of Incorporation along with the Certificate of Disclosure
Entity Name: Inspire on Earll Condominiums Homeowners' Association
Processing Type: Expedited
MOD Acct#: 3925



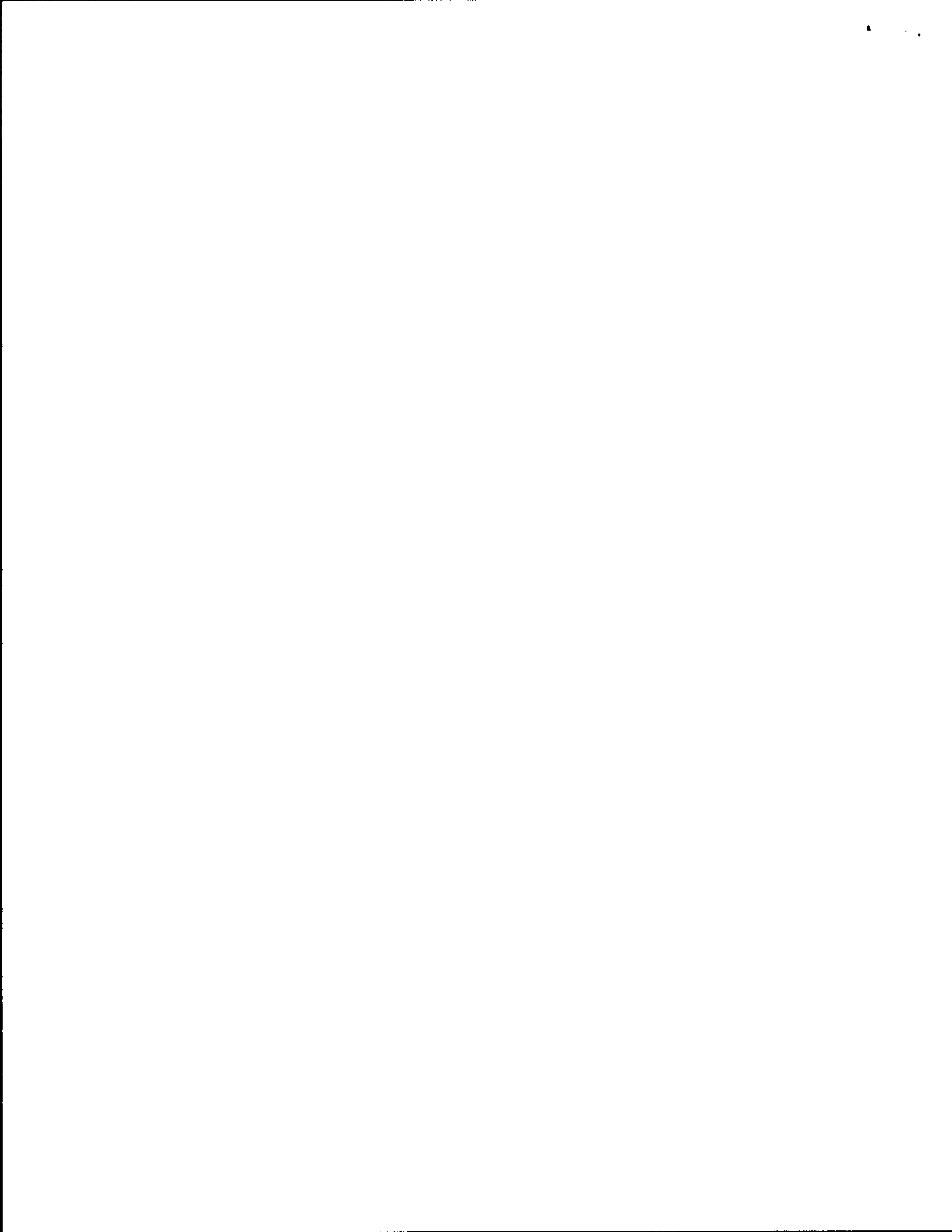
Sheila G. Sawyer
Paralegal
TITUS BRUECKNER & LEVINE PLC
8355 East Hartford Drive, Suite 200
Scottsdale, Arizona 85255
Phone: 480.483.9600 | Fax: 480.483.3215
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FILING TYPE	REGULAR SERVICE FEE	EXPEDITED SERVICE FEE
<input type="checkbox"/> Articles of Domestication	\$100.00	\$135.00
<input type="checkbox"/> Articles of Incorporation (Profit)	\$ 60.00	\$ 95.00
<input checked="" type="checkbox"/> Articles of Incorporation (Non Profit)	\$ 40.00	\$ 75.00
<input type="checkbox"/> Articles of Organization (Limited Liability Company)	\$ 50.00	\$ 85.00
<input type="checkbox"/> Application For Authority (Business)	\$175.00	\$210.00
<input type="checkbox"/> Application to Conduct Affairs (Non Profit)	\$175.00	\$210.00
<input type="checkbox"/> Application for New Authority	\$175.00	\$210.00
<input type="checkbox"/> Application for Registration	\$150.00	\$185.00
<input type="checkbox"/> Articles of Amendment	\$ 25.00	\$ 60.00
<input type="checkbox"/> Articles of Amendment & Restatement	\$ 25.00	\$ 60.00
<input type="checkbox"/> Articles of Correction	\$ 25.00	\$ 60.00
<input type="checkbox"/> Articles of Merger/Share Exchange	\$100.00	\$135.00
<input type="checkbox"/> Articles of Merger (Limited Liability Company)	\$ 50.00	\$ 85.00
<input type="checkbox"/> Affidavit of Publication	\$ 0.00	\$ 35.00
<input type="checkbox"/> CORPORATIONS -Certified Copies* <small>*If copies are for different entities the Expedite fee applies to each entity</small>	<input type="checkbox"/> \$5.00 Each () (Enter Quantity)	<input type="checkbox"/> \$40.00 () (Enter Quantity)
<input type="checkbox"/> LLCs - Certified Copies* <small>*If copies are for different entities the Expedite fee applies to each entity</small>	<input type="checkbox"/> \$10.00 Each () (Enter Quantity)	<input type="checkbox"/> \$45.00 () (Enter Quantity)
<input type="checkbox"/> Good Standing Certificate* <small>*If Good Standing Certificates are for different entities the Expedite fee applies to each entity</small>	<input type="checkbox"/> \$10.00 Each () (Enter Quantity)	<input type="checkbox"/> \$45.00 () (Enter Quantity)
<input type="checkbox"/> Other: _____	<input type="checkbox"/> Regular Fee	<input type="checkbox"/> Expedite Fee

SELECT PAYMENT TYPE:

DO NOT WRITE YOUR CREDIT CARD NUMBER ON THIS FORM!

- | | | |
|---|------------------------|--|
| <input type="checkbox"/> Check | Check # _____ | Check Amount \$ _____ |
| <input checked="" type="checkbox"/> M.O.D. Account | MOD Acct # <u>3925</u> | Mod Amount \$ <u>75.00</u> <i>already paid</i> |
| <input type="checkbox"/> Cash -- for in-person filings only (Do not send cash in the mail.) | | Cash Amount \$ _____ |
| <input type="checkbox"/> Credit Card -- for in-person filings only | | CC Amount \$ _____ |
| <input type="checkbox"/> No fee required | | |

REQUIRED - SELECT ONE RETURN DELIVERY OPTION: Mail Pick Up Fax # ()

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E-mail: ssawyer@tbl-law.com

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Person or Company Name: Titus Brueckner & Levine PLC, attention: Sheila G. Sawyer

Phone Number:
480-483-9600

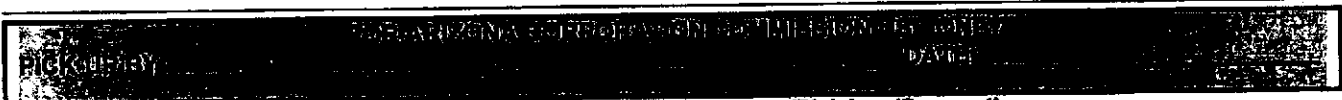
Address:
8355 E. Hartford Drive, Suite 200

TBL File No. 2571.2 02/12/2015

City:
Scottsdale

State:
AZ

Zip
85255



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<input type="checkbox"/> Other: _____	<input type="checkbox"/> Regular Fee	<input type="checkbox"/> Expedite Fee

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Check Amount \$ _____

Mod Amount \$ 75.00 *already paid*

Cash Amount \$ _____

CC Amount \$ _____

REQUIRED - SELECT ONE RETURN DELIVERY OPTION: Mail Pick Up Fax # ()

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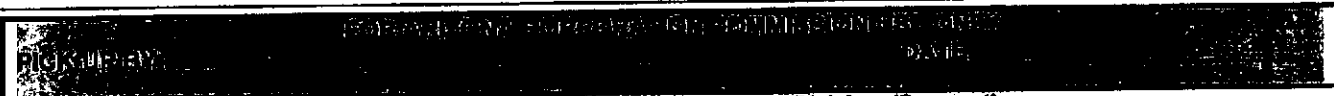
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TBL File No. 2571.2 02/12/2015

City: Scottsdale

State: AZ

Zip: 85255



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