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THE RECORD REPORTER

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ARIZONA CORP. COMMISSION CORPORATIONS DIVISION

RR# 2740668

ARTICLES OF INCORPORATION OF ENCLAVE AT BORGATA CONDOMINIUM ASSOCIATION, INC.

(an Arizona Nonprofit Corporation) In compliance with the requirements of Section 10-3201, et seq. and Section 33-1201, et seq. Arizona Revised Statutes, as amended, the undersigned, who is a person capable of contracting, states as follows:

ARTICLE I

Name The name of the corporation is Enclave at Borgata Condominium Association, Inc. (the "Association"). The Association is formed as a nonprofit corporation under Arizona laws. The Association shall make no distributions of income to its Members, directors or officers.

ARTICLE II

Definitions All capitalized terms used herein which are not defined shall have the same meaning as set forth in the Recorded Declaration of Condominium, Covenants, Conditions, Restrictions, and Reservation of Easements for The Enclave at Borgata, a Condominium, as the same may be amended from time to time (the "Declaration").

ARTICLE III

Purposes and Powers of the Corporation The purposes for which the Association is organized, and the character of affairs which the Association initially intends to actually conduct in Arizona, are:

(a) Association Declaration Association Bylaws Association be amended from time to time

(b) Owners of Units Condominium Documents Association Condominium (c) be amended from time to time

The Association shall have all of the common law and statutory powers conferred upon nonprofit corporations under Arizona law and all of the powers necessary or desirable to perform the obligations and duties and to exercise the rights and powers set out in these Articles of Incorporation ("Articles"), the Bylaws, or the Declaration.

The Association shall have the power to participate in mergers and consolidations with other corporations organized for the same purposes or annex additional property, streets, roadways or alleys in accordance with A.R.S. § 33-1201 et seq. (the Arizona Condominium Act).

The Association shall not carry on any activities not permitted to be carried on by a property owners association exempt from Federal Income Tax under Section 528 of the Internal Revenue Code of 1986 (26 U.S.C. § 528) or the corresponding provisions of any future United States revenue law.

ARTICLE IV

Directors A Board of Directors of the Association (the "Board") shall conduct, manage, and control the

Association. The initial Board shall consist of three directors. The names and addresses of the members of the initial Board, who shall hold office until their successors are elected and qualified, or until removed, are as follows:

Michael Jesberger 6263 N. Scottsdale Rd, Suite 380, Scottsdale, Arizona 85250

Nathan Pile 6263 N. Scottsdale Rd, Suite 380, Scottsdale, Arizona 85250

Diann Curley 6263 N. Scottsdale Rd, Suite 380, Scottsdale, Arizona 85250

Directors shall be elected to the Board pursuant to the procedures set forth in the Bylaws. The number and terms of the directors and the qualifications for and rights of the directors shall be as set forth in the Bylaws.

ARTICLE V

Statutory Agent The Association hereby appoints AAM, LLC, whose address is 1600 W. Broadway, Suite 200, Tempe, Arizona 85282, as its lawful statutory agent upon whom all notices and processes, including service of summons, may be served, and which when served, shall be lawful, personal service upon this corporation. The Board may, at any time, appoint another agent for such purpose and the filling of such appointment shall revoke this or any other previous appointment of such agent.

ARTICLE VI

Known Place of Business The street address of the known place of business of the Association is 6263 N. Scottsdale Road, Suite 380, Scottsdale, Arizona 85250.

ARTICLE VII

Incorporator The name of the incorporator of the Association is Michael Jesberger, and such incorporator's address is 6263 N. Scottsdale Road, Suite 380, Scottsdale, Arizona 85250.

ARTICLE VIII

Members and Voting Rights The provisions of the Declaration and the Bylaws pertaining to membership and voting rights of Members are incorporated in these Articles by reference. Without in any way limiting the foregoing statement, each Owner of a Unit within the Condominium shall be entitled to membership, membership shall be appurtenant to such ownership, and Members shall have one (1) vote for each Unit owned. Change of membership in the Association shall be established by recording a deed or other instrument establishing record title to real property subject to the Declaration. Upon such recordation, the Owner designated by such Instrument shall become a Member of the Association and the membership of the prior Owner shall be terminated. The share of a Member in the privileges, rights, and assets of the Association cannot be assigned, hypothecated, or transferred in any manner, except as an appurtenance of its Unit.

ARTICLE IX

Dissolution

AFFIDAVIT OF PUBLICATION

Reference #: 67045.00001

Notice Type: AI - ARTICLES OF INCORPORATION

Ad Description: ENCLAVE AT BORGATA CONDOMINIUM ASSOCIATION, INC.

I, Cathy I Fisher, am authorized by the publisher as agent to make this affidavit. Under oath, I state that the following is true and correct.

THE RECORD REPORTER is a newspaper of general circulation published Monday, Wednesday and Friday except legal holidays, in the County of Maricopa (also publishing for Pima County), State of Arizona. The copy hereto attached is a true copy of the advertisement as published on the following dates:

04/17/2015, 04/20/2015, 04/22/2015

Cathy I Fisher (handwritten signature)

State Of Arizona))ss. County Of Maricopa)

Subscribed and sworn to before me on the 17th day of April, 2015

Heather Clayton (handwritten signature)



HEATHER CLAYTON Notary Public—Arizona Maricopa County Expires 07/31/2016



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